

# J&P – AVAX S.A.

# Interim Condensed Financial Report

for the six month period from 1<sup>st</sup> January to June 30<sup>th</sup>, 2009

J&P – AVAX S.A.

Company Registry # 14303/06/B/86/26

16 Amarousiou-Halandriou Street,

151 25, Marousi, Greece



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The Interim Condensed Financial Statements presented through pages 1 to 61 both for the Group and the Parent Company, have been approved by the Board of Directors on 27<sup>th</sup> of August, 2009.

Deputy President & Executive Director Managing Director

Group Finance & Administrative Manager **Chief Accountant** 

KONSTANTINOS KOUVARAS I.D.No. AE 024787 KONSTANTINOS MITZALIS I.D.No. <u>5</u>47337 ATHENA ELIADES I.D.No. 241252 GEORGE KANTSAS I.D.No. N279385

# WEBSITE WHERE THE COMPANIES AND CONSOLIDATED FINANCIAL STATEMENTS ARE AVAILABLE

We hereby certify that this interim condensed financial report was approved by the Board of Directors of «J&P-AVAX S.A.» on 27/8/2009 and published by means of submission to the Athens Stock Exchange and the Hellenic Capital Markets Commission, as well as their upload to the corporate website (www.jp-avax.gr).

It is noted that the financial statements published in the Press aim TO provide their readers with a financial overview but do not fully illustrate the financial circumstances of the Company and the Group, in accordance with the International Accounting Standards. It is also noted that some items in the financial statements published in the Press have been aggregated and reclassified to facilitate their ease of use.

# STATEMENTS OF MEMBERS OF THE BOARD OF DIRECTORS

# (in accordance with article 5, paragraph 2 of Law 3556/2007)

In our executive capacity as members of the Board of Directors of J&P-AVAX SA (the «Company»), and according to the best of our knowledge, we,

- 1. Kouvaras Constantinos, Deputy President and Executive Director
- 2. Mitzalis Constantinos, Managing Director
- 3. Joannou Christos, Executive Director

declare the following:

- the financial statements for the period from 01.01.2009 to 30.06.2009, prepared under the International Financial Reporting Standards currently in effect, give a true view of the assets, liabilities, equity and results of the Company, as well as the businesses included in the consolidation of the Group, in accordance with the provisions of article 5, paragraphs 3, 4 and 5 of Law 3556/2007,
- the semi-annual report of the Board of Directors of the Company contains the true information required by article 5, paragraph 6 of Law 3556/2007.

Marousi, August 27, 2009

DEPUTY PRESIDENT CHAIRMAN & EXECUTIVE DIRECTOR

MANAGING DIRECTOR

EXECUTIVE DIRECTOR

KOUVARAS CONSTANTINOS ID: AE 024787

MITZALIS CONSTANTINOS ID: Ξ 547337 JOANNOU CHRISTOS

DAA 161452

# **REPORT OF THE BOARD OF DIRECTORS**

## FOR THE PERIOD FROM 01.01.2009 TO 30.06.2009

(in accordance with article 5 of Law 3556/2007, as well as articles 3 & 4 of Decision #7/448/11.10.2007 of Greece's Capital Markets Commission)

## Dear Shareholders,

the group of companies controlled by J&P-AVAX S.A. (the «Company») continued its uptrend in the first half of 2009, its financial performance improving on the comparable year-earlier period and moving in line with the positive expectations of its management for the second half and coming years.

The Group maintained its work-in-hand at high levels, successfully pursuing and adding new private, public and BOT projects in Greece and abroad.

## Group Financial Results for the First Half of 2009

Consolidated turnover reached €459.7 million versus €432.2 million in the year-earlier period, posting a 6% growth. Construction towards concession projects at Group level (carried out by both J&P-AVAX and its subsidiaries) has started, but at the same time J&P-AVAX's works in the Egnatia Highway are nearing their end and private building projects, also carried out by J&P-AVAX, are registering a sharp decline.

Net earnings after tax and minorities in the first half of 2009 grew 24.3% to €19.3 million relative to year-earlier €15.5 million.

Group gross margin widened 17% on the back of the start of works for concession projects, as well as energy and marine works outside Greece which offer superior returns. This development is reflected on pretax and net earnings.

Administrative expenses grew 6% to  $\in$ 18.2 million versus  $\in$ 17.1 million in the year-earlier period, in contrast with sales expenses which eased 31% to  $\in$ 2.7 million from year-ago  $\in$ 3.9 million due to the reduction in the number of project tenders during 2009.

Financial expenses amounted to  $\in$ 12.1 million versus  $\in$ 10.3 million, up 18% on increased debt levels (see below).

As a result of the group investment plan for concessions, participations are up 10%. The relevant Balance Sheet item amounted to €166.1 million, versus €151.1 million on 31.12.2008.

Construction contracts amounted to  $\in$ 268.3 million, up 16% from  $\in$ 230.8 million on 31.12.2008, mostly due to delays in billing of public works nearing their completion (eg Egnatia Highway) as well as projects in their early stages.

The broader economic circumstances have led to an increase in billed receivables due to postponement of payments by clients (mostly regarding public and concession projects). The relevant Balance Sheet entry amounts to  $\in$ 465.7 million, up 7% relative to  $\in$ 434.2 million on 31.12.2008.

Inventories grew 15% to  $\in$ 40.6 million from  $\in$ 35.6 million on 31.12.2008, mostly due to purchases towards a new project in Poland.

The afore-mentioned Balance Sheet items are financed by means of bank debt, which rose 11% to  $\notin$ 410.6 million from  $\notin$ 369.6 million on 31.12.2008 on a net basis, as well as by means of an increase in suppliers and other liabilities. The relevant item grew 17% to  $\notin$ 463.3 million from  $\notin$ 396.7 million on 31.12.2008.

Other Long-Term Liabilities at consolidated level increased 46% to  $\in$ 39.5 million relative to  $\in$ 72.6 million on 31.12.2008, mostly due to reclassification of advances from clients and other liabilities to short-term liabilities, because they are payable within a 12-month period from balance sheet date.

amounts in euro	Construction	Concessions	Real Estate &	Total
			Other Activities	
Total Turnover by Division	450,008,448		12,682,032	462,690,480
Intra-Group	(2,615,727)		(342,569)	(2,958,296)
Net Sales	447,392,721	0	12,339,463	459,732,184
Gross Profit	37,279,008		2,026,592	39,305,600
Other Net Income (Expenses)	2,295,510		519,721	2,815,231
Administrative & Selling			· ·	
Expenses	(12,160,311)	(5,847,437)	(2,874,803)	(20,882,551)
Income from Associates	(581,982)	16,964,951	(349,591)	16,033,378
Operating Results (EBIT)	26,832,225	11,117,514	(678,080)	37,271,659
Financial Results				(12,100,459)
Pre-Tax Profit				25,171,200
Tax				(5,004,924)
Net Profit				20,166,276
Depreciation	11,298,040	44,360	510,064	11,852,465

The Group's financial results for the first half of 2009 are broken down by business segment as follows:

The Group's financial results for the first half of 2009 are broken down by geographic region as follows:

amounts in euro	Greece	International	Total
		Markets	
Total Turnover by Division	268,123,147	194,567,333	462,690,480
Intra-Group	(2,958,296)	0	(2,958,296)
Net Sales	265,164,851	194,567,333	459,732,184
Gross Profit	30,462,988	8,842,612	39,305,600
Other Net Income (Expenses)	785,822	2,029,409	2,815,231
Administrative & Selling Expenses	(18,847,232)	(2,035,318)	(20,882,551)
Income from Associates	16,605,312	(571,933)	16,033,378
Operating Results (EBIT)	29,006,890	8,264,769	37,271,659
Financial Results	(10,201,831)	(1,898,629)	(12,100,459)
Pre-Tax Profit	18,805,060	6,366,140	25,171,200
Tax	(4,218,917)	(786,007)	(5,004,924)
Net Profit	14,586,143	5,580,133	20,166,276
Depreciation	6,149,660	5,702,805	11,852,465

# Important Events during the First Half of 2009 & their Impact on Financial Results

During the first half of 2009, and up to the compilation of this report, the Group added several new projects, the most important of which are the following:

- road section worth €172.7 million in Poland
- new power station worth €225,1 million in Vasilliko, Cyprus, in a consortium with Hitachi Power Europe
- football stadium worth €142.9 million in Poland, with a 48.5% stake
- operation and maintenance of the Psyttaleia Waste management Complex near Athens, worth a total of €118 million, with a 48% stake through subsidiary ATHENA SA

The addition of those projects, along with several more which are not publicised due to their small size, maintain the Group's work-in-hand to satisfactory levels around  $\in$ 3.0 billion (based on both signed and pending projects for which the Group has been declared lowest bidder), despite the accelerating rate of execution of ongoing projects.

In June 2009, the Board of Directors decided, and the subsequent Annual General Meeting of Shareholders approved, the amendment of the investment plan financed by proceeds of the  $\in$ 33.9 million reserved rights issue completed in September 2007. The amendment of the initially approved allocation of the funds was deemed necessary by delays in the financial closure and project maturity of concession deals included in the investment plan. Those delays are primarily linked to the slower pace of governments and banks in closing major financial deals amidst the international crisis in the last two

years. The Board of Directors of the Company decided to amend the allocation of funds in order to give priority to concession projects closer to construction phase and finance additional concessions.

# Main Risks & Uncertainties for the Second Half of 2009

The dramatic deterioration of the international financial environment in the last 12 months has resulted in reservations regarding business expectations, both in Greece and abroad, for the coming period. The negative business environment for the Group is characterised by uncertainty over a series of external factors and continuing fluctuations in the demand for new projects, offered prices, interest rates, labour and input cost inflation, exchange rates and payment terms.

To decide its strategy and deal with issues concerning the day-to-day operation of the business, management needs to factor in with realism a number of sources of potential risk and uncertainty for the Group's operations, the most important being the following:

- <u>Input Prices:</u> Several materials used by the Group are internationally-priced commodities, including cement, metal rebars and fuel, which are fluctuating widely in recent years.
  - The Group is purchasing centrally supplies for all its subsidiaries to secure economies of scale. In several cases it pre-orders large quantities of supplies to lock in their purchase price and escape future price shifts. The easing in commodity prices since mid-2008 due to the economic crisis is supporting profit margins, but there is no certainty commodity prices will remain at current levels in coming quarters.
- <u>Financial Risk:</u> The Group is financing its operations with working capital and requires performance bonds be issued by banking institutions to participate in public project tenders and guarantee their proper execution. Interest rates on outstanding debt depend on international financial conditions, while the cost of issuing performance bonds is also affected by prevalent liquidity conditions in the economy. Following the sharp increase in lending rates and banks' reservations in financing businesses in the last months of 2008 and early 2009, overall financial risk has been rationalised on the back of central bank interventions which drove base interest rates to particularly low levels.
  - The Group maintains a positive business relationship with the Greek and international banking system, thereby securing the best possible terms. Despite receiving several offers from banks to enter contracts for derivate products, it has so far refrained from interest rate hedging. Interest rates have retreated to lower than pre-crisis levels, despite the considerable rise in interest rate spreads. As a result, total interest rates charged on the Group are lower than year-earlier levels.
- <u>Exchange Risks</u>: The Group executes large projects in international markets, but only a small part of those transactions are denominated in currencies other than euro.
  - In most cases of operations outside the eurozone, the group makes sure its receivables in foreign currency are matched with payables in the same currency, effectively

hedging the largest part of its exchange risk. Management is however in the process of evaluating its options for an all-inclusive deal at a Group level for hedging currency risk for payments and receipts in currencies other than euro.

- <u>Liquidity Risk:</u> Even during economic booms there are cases of clients not meeting the terms agreed upon in project contracts.
  - To protect its cash flow management from liquidity risks, the Group maintains ample credit lines and cash. At mid-2009 the Group's net debt is considerably lower than its credit limits. As regards the accounting treatment of doubtful receipts, the Group follows a policy of provisioning for receivables from private projects which has tax ramifications. The provisions booked in the accounts are considerable adequate for receivables from the private sector, given that the risk of default in payments by the Greek State on public projects is negligible, despite continuing delays in actual payments.

Management cannot remove the afore-mentioned risks and uncertainties, but spares no effort in minimising the risk associated with business decisions. To that direction, and in addition to the measures outlined above, the Company:

- purchases additional insurance in international projects, over and above the Group's policy of extensive insurance in all projects in progress
- has strong partners in Greece and abroad to mitigate business risks and maximise expected returns
- probes new markets through small projects only, to minimise the negative impact of any miscalculation and adverse business conditions.
- does not make transactions in derivative products and other financial instruments which are not linked to its core business, nor does it attempt to speculate on the course of capital markets.

## Projections & Prospects for the Second Half of 2009

First half results improved on year-earlier financial performance, allowing for reserved optimism for the rest of the year. Revenue in the second half is expected to at least match the business realized in the first half, due to the gradual start-up and acceleration of recently-signed projects.

Bank debt is not expected to ease below first-half levels, due to growing working capital needs for new projects as well as equity participations for concession projects. However, financial expenses remain at check as the overall interest rates charged on the Group lately are substantially lower compared to the year-ago period as lending terms have improved.

At EBIT level, construction profit margins in the second half of 2009 are not expected to differ appreciably from first-half levels.

# Important Transactions Between the Company and Related Parties

The most important transactions of the Company over the 01.01.2009-30.06.2009 period with related parties, as per IAS 24, pertain to transactions with subsidiaries (as defined in article 42 of Law 2190/1920), are as follows:

(amounts in € '000)

GROUP	Income	Expenses	Receivables	Payables
PYRAMIS SA	0	1,899	0	2,229
ATTIKES DIADROMES SA			79	
OLYMPIA ODOS OPERATION SA			73	
GEFYRA SA	730			
GEFYRA OPERATION SA	19		21	
AEGEAN MOTORWAY SA			57	12
Polispark sa			5	
CYCLADES ENERGY CENTRE			2	
AGIOS NIKOLAOS CAR PARK			14	
DRAGADOS - J&P-AVAX S.A. JOINT				
VENTURE			204	
NATIONAL WHEEL-J&P-AVAX J/V - DUBAI			4,044	1,417
J&P-AVAX QATAR WLL			9	
J&P (O) LTD -GUERNSEY			862	47
J&P (UK) LTD LONDON				19
J&P LTD - ΚΥΠΡΟΣ				76
JOANNOU & PARASKEVAIDES ENERGY			2	
VAKON			313	
ATHENA MICHANIKI LTD			324	
BIOENERGY SA	20		152	
ATHENA EMIRATES LLC			747	
OLYMPIA ODOS SA			374	
ZEA MARINA			45	
Management members and Board Directors		1,899	61	1,049
=	769	3,799	7,388	4,850

<b>COMPANY</b> ETETH SA J&P TASK (3T) SA J&P-AVAX IKTEO SA	Income	Expenses 332 2,001	Receivables 9,383 21 2,077	Payables 1,801 635
PROET SA		70		137
J&P DEVELOPMENT SA ANEMA SA		22	11	184
ATHENA SA E-CONSTRUCTION SA			197	552 94
ILIOFANEIA SA PYRAMIS SA		1,542	67	1,868
Faliro Marina AGIOS NIKOLAOS CAR PARK			31 14	
ATTIKES DIADROMES SA OLYMPIA ODOS OPERATION SA			79 73	
GEFYRA OPERATION SA AEGEAN MOTORWAY SA			14 57	
POLISPARK SA DRAGADOS - J&P-AVAX S.A. JOINT			5 204	

VENTURE				
NATIONAL WHEEL-J&P-AVAX J/V - DUBAI			4,044	1,417
J&P(O) -J&P-AVAX J/V - QATAR			988	277
J&P-AVAX QATAR WLL			9	
JOANNOU & PARASKEVAIDES ENERGY			2	
J&P (UK) LTD LONDON				19
J&P (O) LTD – Guernsey			862	47
J&P LTD - Cyprus				76
CONSORTIA	151		27,241	848
Management members and Board Directors		680		
=	151	4,647	45,377	7,956

On behalf of

the Board of Directors of J&P-AVAX SA

#### **Report on Review of Interim Financial Information**

To the Shareholders of "J&P AVAX AE"

#### Introduction

We have reviewed the accompanying separate and consolidated condensed statement of financial position of "**J&P AVAX AE**" (the Company) as at 30 June 2009, the related separate and consolidated condensed statements of comprehensive income, changes in equity and cash flows for the six-month period then ended, and a summary of significant accounting policies and selected explanatory notes, that comprise the interim financial information, which is an integral part of the six-month financial report as required by article 5 of L.3556/2007. The Company's Management is responsible for the preparation and fair presentation of this interim financial information in accordance with International Financial Reporting Standards as adopted by European Union and applied to interim financial reporting ("IAS 34"). Our responsibility is to express a conclusion on this interim condensed financial information based on our review.

#### **Scope of Review**

We conducted our review in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

#### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with IAS 34.

#### **Reference to Other Legal Requirements**

Based on our review, we verified that the content of the six-month financial report, as required by article 5 of L.3556/2007, is consistent with the accompanying condensed interim financial information.



#### BDO Protypos Hellenic Auditing Co AE

Certified & Registered Auditors 81 Patission Street & 8-10 Heyden Street Athens GR-10434 S.O.E.L. R.N. 111 Athens, 28 August 2009 The Certified Public Accountant

Venetia Triantopoulou Anastasopoulou S.O.E.L. R.N. 12391

## J&P – AVAX SA

## Company # 14303/06/B/86/26 in the Register of Societes Anonymes 16 Amarousiou-Halandriou Street, Marousi 151 21, Greece

The Company's share capital increase, paid in cash and restricted to a specific group of legal entities and private investors, all former major shareholders and senior managers of ATHENA SA which was acquired, carried out following approval by the Extraordinary Shareholders' Meeting held on 23.08.2007 and decision # K2-15019/18.10.2007 by Greece's Development Ministry, amounted to  $\notin$  33.856.860. The capital increase resulted in the issue of 4,454,850 common registered shares with a par value of  $\notin$  0.58 each at a price of  $\notin$ 7.60 each, which were listed on the Athens Stock Exchange on 02.11.2007. The Company's Board of Directors certified on 21.09.2007 the funds were paid in by those eligible for the capital increase.

In June 2009 a proposal by the Company's Board of Directors got shareholder approval at the Annual General Meeting for the amendment of the investment plan financed by proceeds of the capital increase due to delays in the financial closure and project maturity of concession deals included in the investment plan. Those delays are primarily linked to the slower pace of governments and banks in closing major financial deals amidst the international crisis in the last two years. The reallocation of funds was aimed at giving priority to concession projects closer to construction phase and financing additional concessions.

Following the amendment of the investment plan decided in June 2009, the funds raised through the capital increase were allocated until 30.06.2009 as follows:

TIME SCHEDULE OF USE OF FUNDS FROM CAPITAL INCREASE								
amounts in €	Capital Raised		Funds	Total Funds Used till 30.06.2009	Balance of Funds for Use			
		July- December 2007	January- June 2008	July- December 2008	January- June 2009			
Equity Contribution to the								
"Maliakos-Kleidi" concession	1,625,000	0	1,625,000	0	0	1,625,000	0	
project								
Equity Contribution to the								
"Elefsina-Corinth-Patras-	10 (70 ( 44	0	0	4 500 000	0	4 500 000	0 170 / / /	
Pyrgos-Tsakona" concession	12,672,644	0	0	4,500,000	0	4,500,000	8,172,644	
project								
Equity Contribution to the								
"Canoe-Kayak Olympic	625,000	625,000	0	0	0	625,000	0	
Complex" concession project								
Equity Contribution to the								
"Queen Alia International	3,026,860	0	0	29,867	0	29,867	2,996,993	
Airport" concession project								
Equity Contribution to the								
"Limasol Marina" concession	3,432,695	0	0	0	0	0	3,432,695	
project								

Equity Contribution to new							
and current concession	12,474,661	0	0	0	850,000	850,000	11,624,661
projects							
Total	33,856,860	625,000	1,625,000	4,529,867	850,000	7,629,867	26,226,993

## Notes:

- 1. The Company's share capital increase was only partially completed following the participation of 17 investors out of a total of 19 eligible investors, who contributed a total amount of €33,856,860 versus the initially approved amount of €41,040,000, resulting in the issue of 4,454,850 new shares versus the initially approved issue of 5,400,000 common registered shares.
- 2. The share issue did not result in relevant expenses, because the funds were deposited by eligible investors in a bank account and there was no need to issue an information memorandum for the share offer and the listing of the new shares, as provided by Law 3401/2005 on "Information memorandum for the public offer of securities and listing on stock exchange", given that::
  - the offer was restricted to less than 100 non-institutional investors [article 3, paragraph 2(b), Law 3401/2005]
  - the number of shares issued accounted for less than 10% of the Company's outstanding shares, listed on the Athens Stock Exchange [article 4, paragraph 2(a), Law 3401/2005]
- 3. According to the Report of the Company's Board of Directors to the Shareholders issued in view of the Extraordinary Shareholders' Meeting held on 23.08.2007, the funds raised through the capital increase will be used over a two-year period, starting at the time of the capital increase (September 2007).
- 4. The Annual General Meeting of the Company's shareholders held on 24.06.2009 approved the Board of Directors' proposal dated 22.06.2009 for the amendment of the allocation of the funds raised in September 2007.
- 5. The balance of funds amounting to €26,226,993 is temporarily used to reduce Company bank debt and related financial expenses given the prevailing high interest environment, until all financial negotiations are concluded and equity contributions towards the concession projects outlined in the table above are deemed payable.

Marousi, August 27, 2009

DEPUTY PRESIDENT & EXECUTIVE DIRECTOR	MANAGING DIRECTOR	GROUP FINANCE & ADMINISTRATIVE MANAGER	CHIEF ACCOUNTANT
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KONSTANTINOS KOUVARAS KONSTANTINOS MITZALIS ATHENA ELIADES

**GEORGE KANTSAS** 

## J&P - AVAX S.A. INTERIM STATEMENT OF FINANCIAL POSITION (All Amounts in Euros)

	GROUP		COMPANY		
	30.06.2009	31.12.2008	30.06.2009	31.12.2008	
2	192.259.454	189.357.566	93.807.449	93.393.119	
	23.291.404	23.070.419	1.142.850	1.142.850	
			-	-	
6				457.845	
_				160.901.313	
7				394.068.406	
				376.826	
	15.470.928	15.922.348	5.925.539	6.073.108	
	460.415.104	440.988.262	657.782.179	656.413.468	
	<b>40 EEE 790</b>	25 617 217	16 072 014	11.102.341	
				146.743.800	
0				207.820.466	
°	127.112.995	147.415.399	49.587.533	68.360.437	
_	901.652.109	848.002.768	463.590.477	434.027.044	
	1 262 267 242	1 200 001 020		1 000 440 540	
_	1.362.067.213	1.288.991.030	1.121.372.656	1.090.440.512	
9	45.039.813	45.039.813	45.039.813	45.039.813	
9	146.676.671	146.676.671	146.676.671	146.676.671	
	11.553.051	11.539.854	4.844.290	4.844.290	
	22.823.195	22.808.476	19.365.141	19.365.141	
	8.847.055	8.847.055	262.959.245	262.959.245	
	(24.720.056)	(28.083.202)	-	-	
	(481.826)	(2.565.993)		(1.785.986	
	54.002.471	38.687.475	3.029.021	5.005.988	
	262 740 274	242 050 140	102 204 275	482.105.162	
			403.304.275	402.105.102	
_	13.748.338	12.040.097	<u> </u>	-	
	277.488.732	254.990.846	483.384.275	482.105.162	
10	221.042.438	211.544.518	150.000.000	144.025.306	
	52.535	53.078	-	-	
	20.908.615	20.281.918	67.397.892	67.472.898	
	7.662.171	7.367.487	4.099.902	4.099.902	
11 _	39.488.232	72.622.992	28.031.149	57.279.354	
	289.153.991	311.869.993	249.528.943	272.877.460	
12	463.274.539	396.619.017	155.291.664	108.884.780	
	15.851.167	19.995.894	7.237.549	9.735.755	
10 _	316.298.785	305.515.280	225.930.225	216.837.356	
_	795.424.491	722.130.191	388.459.438	335.457.890	
_	1.084.578.481	1.034.000.184	637.988.380	608.335.350	
	3 4 6 7 - - - - - - - - - - - - - - - - - -	30.06.2009           2         192.259.454           3         23.291.404           4         45.890.712           6         693.694           166.138.731         7           13.634.788         3.035.394           15.470.928         -           460.415.104         460.415.104           8         465.681.969           127.112.995         -           901.652.109         -           1.362.067.213         -           901.652.109         -           1.362.067.213         -           901.652.109         -           1.362.067.213         -           9         45.039.813           9         146.676.671           11.553.051         22.823.195           8.847.055         (24.720.056)           (481.826)         54.002.471           263.740.374         -           13.748.358         -           277.488.732         -           10         221.042.438           52.535         20.908.615           7.662.171         -           11         39.488.232           289.153.991         -	2         192.259.454         189.357.566           3         23.291.404         23.070.419           4         45.890.712         45.890.712           6         693.694         637.760           7         13.634.788         13.634.788           3.035.394         1.326.689           15.470.928         15.922.348           460.415.104         440.988.262           460.415.104         440.988.262           9         1.652.109         848.002.768           1.362.067.213         1.288.991.030           9         146.676.671         146.676.671           1.1.553.051         11.538.854           22.823.195         22.808.476           2.847.055         8.847.055           (24.720.056)         (28.083.202)           (481.826)         (2.565.993)           54.002.471         38.687.475           263.740.374         242.950.149           13.748.358         12.040.697           277.488.732         254.990.846           10         221.042.438         211.544.518           50.039.615         20.281.918           7.662.171         7.367.487           11         39.488.232         72.622.99	30.06.2009         31.12.2008         30.06.2009           2         192.259.454         189.357.566         93.807.449           3         23.291.404         23.070.419         1.142.850           4         45.890.712         45.890.712         -           6         693.694         637.760         469.360           7         13.634.788         13.112.127980         161.966.328           7         13.634.788         13.266.69         402.246           15.470.928         15.922.348         5.925.539            460.415.104         440.988.262         657.782.179           40.555.780         35.617.217         16.072.914           268.301.365         230.797.229         147.507.934           455.681.969         434.172.923         250.422.066           127.112.995         147.415.399         49.587.533           901.652.109         848.002.768         463.590.477           1.362.067.213         1.288.991.030         1.121.372.656           9         45.039.813         45.039.813         45.039.813           9         146.676.671         146.676.671         146.676.671           11.553.051         11.588.991.030         1.121.372.656      <	

#### J&P - AVAX S.A. STATEMENT OF INCOME FOR THE PERIOD FROM JANUARY 1st, 2009 TO JUNE 30th 2009 (All Amounts in Euros except per shares' number )

	GROUP				ΕΤΑΙΡΙΑ			
	Χρήση 1.1- 30.06.2009	Χρήση 1.1- 30.06.2008	Χρήση 1.4- 30.06.2009	Χρήση 1.4- 30.06.2008	Χρήση 1.1- 30.06.2009	Χρήση 1.1- 30.06.2008	Χρήση 1.4- 30.06.2009	Χρήση 1.4- 30.06.2008
Turnover	459.732.184	432.156.926	230.209.665	232.919.245	200.050.643	242.283.407	119.404.949	133.173.280
Cost of sales	(420.426.584)	(398.489.043)	(209.797.979)	(217.024.166)	(188.454.970)	(227.553.563)	(108.856.840)	(123.846.603)
Gross profit	39.305.600	33.667.883	20.411.686	15.895.079	11.595.672	14.729.844	10.548.109	9.326.677
Other net operating income/(expenses)	2.815.231	2.478.050	1.015.425	1.835.360	3.146.495	697.245	228.872	370.414
Administrative expenses	(18.182.502)	(17.136.789)	(10.264.254)	(9.718.343)	(11.800.094)	(10.739.151)	(6.516.593)	(6.067.228)
Selling & Marketing expenses Income/(Losses) from Investments in	(2.700.048)	(3.926.821)	(1.635.074)	(1.944.634)	(2.155.246)	(3.259.733)	(1.290.527)	(1.835.302)
Associates	16.033.378	17.422.009	8.778.240	10.772.174	10.785.662	16.110.743	1.879.814	9.979.555
Profit from operations	37.271.659	32.504.332	18.306.023	16.839.636	11.572.490	17.538.947	4.849.676	11.774.115
Net financial income / (loss)	(12.100.459)	(10.279.307)	(5.776.596)	<u>(4.906.772)</u>	(8.104.088)	(6.676.776)	(3.674.799)	(3.120.645)
Profit before tax	25.171.200	22.225.025	12.529.427	11.932.864	3.468.402	10.862.171	1.174.876	8.653.470
Tax for the period	(5.004.924)	(5.186.102)	(1.921.188)	(2.557.152)	(1.562.625)	(715.796)	(165.206)	(523.625)
Profit after Tax	20.166.276	17.038.923	10.608.239	9.375.712	1.905.776	10.146.375	1.009.671	8.129.845
Attributable to:								
Equity shareholders Non-controlling interests	19.326.174 840.102	15.546.770 1.492.153	9.836.713 771.526	8.649.955 725.756	1.905.776	10.146.375	1.009.671	8.129.845
	20.166.276	17.038.923	10.608.239	9.375.712	1.905.776	10.146.375	1.009.671	8.129.845
Basic Earnings per share - Basic (in Euros)	0,2489	0,2002	0,1267	0,1114	0,0245	0,1307	0,0130	0,1047
Weighted average # of shares	77.654.850	77.654.850	77.654.850	77.654.850	77.654.850	77.654.850	77.654.850	77.654.850
Profit before tax, financial and investments results and depreciation	49.124.124	42.649.404	24.527.049	21.327.490	17.446.389	22.853.616	7.956.526	13.824.891

#### J&P - AVAX S.A. INTERIM STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD FROM JANUARY 1st, 2009 TO JUNE 30th 2009 (All Amounts in Euros)

-		GRO	UP			COMP	PANY	
	Χρήση 1.1- 30.06.2009	Χρήση 1.1- 30.06.2008	Χρήση 1.4- 30.06.2009	Χρήση 1.4- 30.06.2008	Χρήση 1.1- 30.06.2009	Χρήση 1.1- 30.06.2008	Χρήση 1.4- 30.06.2009	Χρήση 1.4- 30.06.2008
Profit for the Period	20.166.276	17.038.923	10.608.239	9.375.712	1.905.776	10.146.375	1.009.671	8.129.845
Other Comprehensive Income Exchange Differences on translating foreign operations Cash flow hedges Reserves for financial instruments	2.084.166 4.484.195	(1.543.808) -	(5.565.095) 9.909.162	(1.742.039) -	3.256.080 -	(1.971.778)	(3.591.982) -	(2.287.861) -
available for sale	-	-	-	-	-	5.413.373	-	2.979.257
Tax for other comprehensive income	(1.107.852)	<u> </u>	(2.464.093)	<u> </u>	<u> </u>	(1.353.343)		(744.814)
Total other comprehensive income	5.460.510	(1.543.808)	1.879.973	(1.742.039)	3.256.080	2.088.251	(3.591.982)	(53.419)
Total comprehensive Income	25.626.786	15.495.115	12.488.212	7.633.673	5.161.856	12.234.626	(2.582.311)	8.076.426
Total comprehensive Income attributable to:								
Equity shareholders Non-controlling interests	24.786.684 840.102	14.002.962 1.492.153	11.932.921 555.291	7.031.024 602.648	5.161.856	12.234.626	(2.582.311)	8.076.426
-	25.626.786	15.495.115	12.488.212	7.633.673	5.161.856	12.234.626	(2.582.311)	8.076.426

## J&P - AVAX S.A. INTERIM CASH FLOW STATEMENT

GROUP         COMPANY           30.06.2009         30.06.2008         30.06.2009         30.06.2009           Operating Activities         25.171.200         22.225.025         3.468.402         10.862           Adjustments for:         25.171.200         11.852.465         10.145.071         5.873.899         5.31           Gains on fair value on investment property         -         (1.999.802)         -         -
Profit before tax         25.171.200         22.225.025         3.468.402         10.862           Adjustments for:         Depreciation         11.852.465         10.145.071         5.873.899         5.31           Gains on fair value on investment property         -         (1.999.802)         -         -
Adjustments for:         11.852.465         10.145.071         5.873.899         5.31           Gains on fair value on investment property         -         (1.999.802)         -
Depreciation         11.852.465         10.145.071         5.873.899         5.31           Gains on fair value on investment property         -         (1.999.802)         -
Gains on fair value on investment property - (1.999.802) -
Exchange difference         2.084.167         (1.543.808)         3.256.077         (1.97           Provisions         294.684         20.640         -         10
Provisions         294.684         20.640         -         10           Interest income         (1.487.250)         (658.366)         (690.626)         (3)
Interest expense 13.587.708 10.937.673 8.794.714 6.70
Investment (income) / loss (16.033.378) (17.422.009) (10.785.662) (16.11
Change in working capital
(Increase)/decrease in inventories (4.938.563) 3.910.991 (4.970.574) (1.56
(Increase)/decrease in trade and other receivables (69.865.559) (153.252.852) (35.909.916) (64.05
Increase/(decrease) in payables 27.462.919 45.583.715 10.897.367 (1.33
Interest paid (13.587.708) (10.937.673) (8.794.714) (6.70
Income taxes paid (5.323.941) (5.295.693) (1.490.063) (56
Cash Flow from Operating Activities (a) (30.783.257) (98.287.088) (30.351.096) (69.347
Investing Activities:
Purchase of tangible and intangible assets         (17.134.371)         (20.512.275)         (6.382.817)         (9.31)
Proceeds from disposal of tangible and intangible assets 2.040.502 2.231.754 10.688 19 (Acquisition)/disposal of associates, JVs and other
investments (1.258.685) (5.388.385) (1.065.015) (8.17
Acquisition of subsidiaries - 11.717 -
Interest received 1.487.250 658.366 690.626 3
Dividends received         5.259.550         3.759.664         3.451.962         3.23
Cash Flow from Investing Activities (b) (9.605.754) (19.239.159) (3.294.556) (14.033
Financing Activities
Proceeds from loans 20.281.424 106.177.288 15.067.564 74.92
Dividends paid 20.281.424 106.177.286 15.067.584 74.92
Cash Flow from Financing Activities (c) 20.086.608 106.163.456 14.872.748 74.913
Net increase / (decrease) in cash and cash equivalents (a)+(b)+(c) (20.302.404) (11.362.791) (18.772.904) (8.467
Cash and cash equivalents at the beginning of the
period 147.415.399 64.380.078 68.360.437 17.50
Cash and cash equivalents at the end of the
period <u>127.112.995</u> <u>53.017.287</u> <u>49.587.533</u> <u>9.038</u>

#### J&P - AVAX S.A. INTERIM STATEMENT OF CHANGES IN SHAREHOLDER'S EQUITY FOR THE PERIOD FROM JANUARY 1st, 2009 OJUNE 30th 2009 (All Amounts in Euros)

GROUP

	Share Capital	Share Premium	Revaluation Reserves	Reserves for financial instruments available for sales	Cash flow hedging reserve	Reserves	Translation exchange differences	Retained earnings	Share Capital & Reserves	Minority Interest	Total Equity
Changes in Total Equity											
Balance 31.12.2007	45.039.813	146.676.671	453.870	7.540.323	-	13.614.795	(1.007.038)	35.967.565	248.285.998	9.294.552	257.580.549
Profit for the period								15.546.770	15.546.770	1.492.153	17.038.923
Other comprehensive income							(1.543.808)		(1.543.808)		(1.543.808)
Total comprehensive income for the period			<u> </u>	<u> </u>			(1.543.808)	15.546.770	14.002.962	1.492.153	15.495.115
Addition of minority intrest									-	(2.073.501)	(2.073.501)
Other movements						50.204		(68.344)	(18.140)		(18.140)
Transfer of reserves						1.606.320		(1.606.320)	-		-
Dividends								(9.318.582)	(9.318.582)		(9.318.582)
Balance 30.06.2008	45.039.813	146.676.671	453.870	7.540.323		15.271.319	(2.550.846)	40.521.089	252.952.239	8.713.204	261.665.443
Changes in Total Equity											
Balance 31.12.2008	45.039.813	146.676.671	11.539.854	8.847.055	(28.083.202)	22.808.476	(2.565.993)	38.687.475	242.950.149	12.040.697	254.990.846
Net profit for the period								19.326.174	19.326.174	840.102	20.166.276
Other income for the period			13.197		3.363.146		2.084.166		5.460.510		5.460.510
Total comprehensive income for the period			13.197	<u> </u>	3.363.146		2.084.166	19.326.174	24.786.684	840.102	25.626.786
Dividends								(3.882.743)	(3.882.743)		(3.882.743)
Other movements						14.719		(128.435)	(113.716)		(113.716)
Addition of minority interest										867.559	867.559
Balance 30.06.2009	45.039.813	146.676.671	11.553.051	8.847.055	(24.720.056)	22.823.195	(481.826)	54.002.471	263.740.374	13.748.358	277.488.732
COMPANY				Reserves for financial			Translation				

	Share Capital	Share Premium	Revaluation Reserves	instruments available for sales	Cash flow hedging reserve	Reserves	exchange differences	Retained earnings	Share Capital & Reserves	Minority Interest	Total Equity
Changes in Total Equity	Share capital	Share Freiham	Revaluation Reserves	101 30103	Teserve	Reserves	uncrences	Retained curnings	Reserves	minority interest	Total Equity
Balance 31.12.2007	45.039.813	146.676.671	565.681	242.586.359	-	10.410.519	986.267	16.109.922	462.375.232	-	462.375.232
Profit for the period								10.146.375	10.146.375		10.146.375
Other comprehensive income				4.060.029			(1.971.778)		2.088.251		2.088.251
Total comprehensive income for the period		-	-	4.060.029	-	-	(1.971.778)	10.146.375	12.234.626	-	12.234.626
Transfer of reserves						1.656.524		(1.656.524)	0		0
Other movements								50.204	50.204		50.204
Dividends								(9.318.582)	(9.318.582)		(9.318.582)
Balance 30.06.2008	45.039.813	146.676.671	565.681	246.646.388	<u> </u>	12.067.044	(985.511)	15.331.395	465.341.481		465.341.481
Changes in Total Equity											
Balance 31.12.2008	45.039.813	146.676.671	4.844.290	262.959.245	-	19.365.141	(1.785.986)	5.005.988	482.105.162	-	482.105.162
Net profit for the period								1.905.776	1.905.776		1.905.776
Other income for the perid	-	-	-	-	-	-	3.256.080	-	3.256.080	-	3.256.080
Total comprehensive income for the period				-			3.256.080	1.905.776	5.161.856		5.161.856
Dividends						=		(3.882.743)	(3.882.743)		(3.882.743)
Balance 30.06.2009	45.039.813	146.676.671	4.844.290	262.959.245	-	19.365.141	1.470.094	3.029.021	483.384.275		483.384.275



# F) Notes and accounting policies

## A. ABOUT THE COMPANY

## A.1 General Information about the Company and the Group

J&P-AVAX S.A. was listed on the Athens Stock Exchange's Main Market in 1994 (then incorporated as AVAX S.A.) and is based in Marousi, in the Attica prefecture. It boasts substantial expertise spanning the entire spectrum of construction activities (infrastructure projects, civil engineering, BOTs, precast works, real estate etc) both in Greece and abroad.

In 2002, former AVAX S.A. merged with its subsidiaries J&P (Hellas) S.A. and ETEK S.A. and was renamed into J&P-AVAX S.A, whereas another 100% subsidiary unit, namely ETETH S.A., merged with its own subsidiary AIXMI S.A. The new business entities which evolved out of these mergers made use of Law 2940/2001 on contractors' certification for public works. The Group's leading company J&P-AVAX S.A. was awarded a 7<sup>th</sup>-class public works certificate, which is the highest class available, whereas ETETH S.A. acquired a 6<sup>th</sup>-class certificate and PROET S.A. entered the new public works certification registry with a 3<sup>rd</sup>-class certificate, which was upgraded to 4<sup>th</sup>-class towards the end of 2005. In the year 2007 J&P Avax SA acquired the subsidiary Athena SA which is consolidated in the financial statements of 30/06/07 for the first time.

## A.2 Activities

Group strategy is structured around four main pillars:

- Concessions
  - Intense presence in concession project tenders, to maintain a substantial backlog of projects and secure long-term revenue streams
  - Strengthening the project finance business unit and expanding our network of specialized external business partners (design consultants, financial and insurance advisors, legal firms) to enhance the Group's effectiveness in bidding for concession projects and maximize the return from their operation by means of financial risk management

## Business Activities

- Development along the lines of major international construction groups, diversifying revenue through expansion into related business areas, eg environmental projects, facility maintenance & management, waste management, maintenance of large infrastructure projects, and management of large facilities constructed towards the Athens 2004 Olympic Games
- Pursuit of synergies of various business activities on Group level

## Real Estate

- Selective investment in quality projects offering high aesthetics and status, focused mainly on the residential and vacation housing sectors, as well as in select commercial and real estate projects
- o Advisory services and development of new markets and products, such as retirement villages
- Other Activities
  - Participation in BOT infrastructure projects for the reconstruction of neighboring counties and regions (Eastern & SE Europe, Middle East, North Africa) in collaboration with J&P Overseas and other international partners with long local presence and expertise
  - Promotion of the use of precast technology



## B. FINANCIAL REPORTING STANDARDS

J&P-AVAX S.A.'s consolidated accounts for the period running from January 1, 2009 to June 30, 2009 are prepared in accordance with the 'historic cost' principle, inclusive of adjustments in various items on both sides of the balance sheet, as well as on the 'going-concern' principle and conform to the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) and the interpretations issued by IASB's International Financial Reporting Interpretation Committee (IFRIC) which have been adopted by the European Union.

IASB has issued a series of standards referred to as «IFRS Stable Platform 2005». The Group applies the IFRS Stable Platform 2005 since January 1, 2005 which includes the following standards:

- I.A.S. 1 Presentation of Financial Statements
- I.A.S. 2 Inventories
- I.A.S. 7 Cash Flow Statements
- I.A.S. 8 Accounting Policies, Changes in Accounting Estimates and Errors
- I.A.S. 10 Events after the Balance Sheet Day
- I.A.S. 11 Construction Contracts
- I.A.S. 12 Income Taxes
- I.A.S. 14 Segment Reporting
- I.A.S. 16 Property, Plant and Equipment
- I.A.S. 17 Leases
- I.A.S. 18 Revenue
- I.A.S. 19 Employee Benefits
- I.A.S. 20 Accounting for Government Grants and Disclosure of Government Assistance
- I.A.S. 21 The Effects of Changes in Foreign Exchange Rates
- I.A.S. 23 Borrowing Costs
- I.A.S. 24 Related Party Disclosures
- I.A.S. 26 Accounting and Reporting by Retirement Benefit Plans
- I.A.S. 27 Consolidated and Separate Financial Statements
- I.A.S. 28 Investments in Associates
- I.A.S. 31 Interests in Joint Ventures
- I.A.S. 32 Financial Instruments: Disclosure and Presentation
- I.A.S. 33 Earnings per Share
- I.A.S. 34 Interim Financial Reporting
- I.A.S. 36 Impairment of Assets
- I.A.S. 37 Provisions, Contingent Liabilities and Contingent Assets
- I.A.S. 38 Intangible Assets
- I.A.S. 39 Financial Instruments: Recognition and Measurement
- I.A.S. 40 Investment Property
- I.F.R.S. 1 First-Time Adoption of International Financial Reporting Standards
- I.F.R.S. 3 Business Combinations
- I.F.R.S. 5 Non-Current Assets Held for Sale and Discontinued Operations
- I.F.R.S. 7 Financial Instruments: Disclosures
- I.F.R.S. 8 Operating segments

The policies referred to hereafter are applied consistently to all time periods covered in the accounts.

Preparing Financial Statements under IFRS requires the use of estimates and opinions while applying Company accounting methods. Any important assumptions made by Company management in applying those accounting methods have been noted when deemed necessary.



#### C. BASIC ACCOUNTING PRINCIPLES

The Group consistently applies the following accounting principles in preparing the attached Financial Statements:

#### C.1. Business Combinations (I.F.R.S. 3)

**Investments in Subsidiaries:** All companies managed and controlled, either directly or indirectly, by another company (parent) through ownership of a majority share in the voting rights of the company in which the investment has been made. Subsidiaries are fully consolidated (full consolidation) with the purchase method starting on the date on which their control is assumed, and are excluded from consolidation as soon as their control is relinquished.

Acquisitions of subsidiaries by the Group are entered according to the purchase method. Subsidiary acquisition cost is the fair value of all assets transferred, of all shares issued and all liabilities at the acquisition date, plus any costs directly related to the transaction. The specific assets, liabilities and contingent liabilities acquired through a business combination are accounted for at their fair values irrespective of the percentage of participation. The acquisition cost in excess of the fair value of the acquired net assets is entered as goodwill. Should the total acquisition cost fall short of the fair value of the acquired net assets, the difference is directly entered in the Income Statement.

In particular, business combinations carried out prior to the Group's transition to IFRS (January 1, 2004), Group management has opted for the exemption provided for by IFRS 1, thereby not applying the purchase method retrospectively. In other words, it chose not to apply IFRS 3 or IAS 22 on company mergers with a retrospective effect. The accounting value of goodwill on the balance sheet drawn on the transition date is calculated according to previously accepted accounting principles. According to IAS 36, on impairment of assets and in line with the policies followed by J&P-AVAX S.A.'s parent company, goodwill is charged against shareholders' funds.

Intragroup sales, balances and un-realised profits from transactions among Group companies are omitted. Losses among Group companies (un-realised on a Group level) are also eliminated, except when the transaction provides evidence of impairment of the transferred asset. The accounting principles of subsidiaries have been amended for uniformity purposes relative to those adopted by the Group.

**Investments in Associates:** All companies which the Group may influence significantly but do not qualify for subsidiary or Joint Venture status. The Group's assumptions call for ownership between 20% and 50% of a company's voting rights to have significant influence on it. Investments in associates are initially entered in the Company's books at cost and subsequently consolidated using the equity method.

The Group's share into the profit or loss of associates following the acquisition is recognised into the Income Statement, whereas the share into changes in capital reserves following the acquisition is recognised into the reserves. Accumulated changes affect the book value of investments in associates. When the Group's participation into the financial loss of an associate is equal to or exceeds its participation in the associate, inclusive of provisions for bad debts, the Group does not recognise any further losses, except when covering liabilities or making payments on behalf of the associate, or taking other actions as part of its shareholder relationship.

Unrealised profits from transactions between the Group and its associates are omitted according to the participation of the group into those associates. Unrealised gains are omitted, unless the transactions suggest impairment of the transferred assets. Accounting principles of associates have been amended for uniformity purposes relative to those adopted by the Group.

Intragroup balances and transactions, along with Group profits arising from intragroup transactions which have yet to be concluded on a Group level, are eliminated in the consolidated Financial Statements.

Investments in Joint Ventures: Joint Venture types:



1) Joint Ventures with assets under joint control

2) Joint Ventures with activities under joint control

Those joint ventures do no concern the set up of a company, a partnership or other entity which is separate to the joint venture parties.

Separate accounting book-keeping and financial reporting is not required for the joint venture.

Therefore, joint ventures maintain tax records and prepare financial reports merely for fiscal purposes.

Assets, liabilities, income and expenses are recognised in the financial reports of the joint venture parties.

3) joint venture as an entity under joint control, in which a company, a partnership or another entity is set up

Joint ventures of this type keep their own accounting books, prepare financial reports and are subject to the following consolidation methods according to the degree of control and influence by the Group. More specifically:

a) participation in joint ventures with joint control

b) participation in joint ventures with significant influence

c) participation in joint ventures without significant influence (there may be scope for significant influence, but the joint venture partner chooses not to use it)

In case (a), the proportionate consolidation method is applied, ie joint ventures' balance sheets and Income Statements are consolidated either on a line-by-line basis.

In case (b), the equity method is applied, the investment being treated as an associate.

In case (c), the investment is booked at acquisition cost.

Group Structure: J&P-AVAX Group fully consolidates the following subsidiaries:

Company	% of J&P-AVAX's SA participation	Fiscal Years not tax audited
J&P-AVAX, Athens	Parent	2007-2008
ETETH S.A., Salonica	100%	2005-2008
ELVIEX Ltd, Ioannina	60%	2007-2008
PROET S.A., Athens	100%	2007-2008
J&P Development, Athens	100%	2007-2008
J&p TASK (3T), Athens	100%	2003-2008
S.C."ISTRIA DEVELOPMENTS" S.R., Romania	98%	2005-2008
CONCURRENT, Romania	95%	2005-2008
SC BUPRA DEVELOPMENT SRL, Romania	99,93%	2005-2008
SOPRA AD, Bulgaria	99,9%	2005-2008
J&P-AVAX IKTEO, Athens	70%	2006-2008
SC FAETHON DEVELOPMENTS SRL, Romania	100%	2006-2008
ATHENA SA, Athens	80.54%	2008
ANEMA S.A., Athens	100%	2007-2008
FERRA E.E., Athens	100%	2007-2008
SY-PRO S.A., Larissa	60%	2007-2008
E-CONSTRUCTION S.A., Athens	100%	2007-2008
ILIOFANIA S.A., Athens	100%	2008
ARGESTIS S.A., Athens	100%	2008
TERRA FIRMA, Athens	100%	2008
J&P AVAX CONCESSIONS S.A. (ex. EVIA REAL ESTATE), Athens	99.967%	2008



MARINA FALIROU S.A., Athens J&P AVAX POLSKA, Poland

58,00% 100% -

Furthermore, in the consolidated financial statements of J&P Avax SA the following subsidiaries of Athena SA are included using the fully consolidation method:

Company	% of Athena's SA participation	Fiscal Years not tax audited
ARCAT SA, Egaleo Attiki	100%	2007-2008
ARCAT North Greece – V. PROIOS SA, Thessaloniki	60%	2007-2008
ERGONET SA, Athens	51%	2007-2008
ATHENA ROMANIA SRL, Romania	100%	-
ATHENA ENERGIAKI, Athens	99%	2005-2008

The Group consolidates the following associates using the equity method:

5N S.A., Athens	45.00%
Athens Car Parks S.A., Athens	20.00%
Attica Diodia S.A., Athens	30.84%
Attiki Odos S.A., Athens	30.83%
POLISPARK S.A., Athens	20.00%
3G, Athens	50.00%
STACY INVESTMENTS Sp.zo.o. Warsaw Poland	50.00%
CAR PARK N.SMIRNI, Athens	20.00%
LEISURE PARKS S.A.(KANOE-KAYAK), Athens	25.00%
CYCLADES ENERGY CENTER, Athens	45.00%
SC ORIOL REAL ESTATES, Romania	50.00%
SALONIKA PARK, Athens	42.86%
OLYMPIA ODOS S.A., Athens	21,00%
OLYMPIA ODOS OPERATOR S.A., Athens	21,00%
AEGEAN MOTORWAY S.A., Larissa	21,25%
GEFYRA OPERATION S.A., Athens	21,5436%
GEFYRA S.A., Athens	20,5289%
PIRAEUS ST.NICOLAS CAR PARK S.A., Athens	15%

Furthermore, in the consolidated financial statements of J&P Avax SA the following associates of Athena SA are included using the equity method:

Company	% of Athena's SA participation
LEFKADAS MARINE PORT SA, Greece	26.64%
VAKON SA, Greece	25.00%
VIOENERGEIA S.A., Greece	45.00%
ATHENA MICHANIKI OE, Greece	50.00%
ATHENA EMIRATES LLC, United Arab Emirates	49.00%
NEW UNDERGROUND CAR STATION OLP S.A., Greece	30.00%
SC ECO S.A., Romania	24.41%

The following are the joint ventures in which the group participates and are consolidated proportionately:



Proportionate consolidation by 100% (complete consolidation)

1.	J/V J&P - AVAX S.A ETETH S.A., Athens (SMAEK)	100.00%
2.	J/V J&P - AVAX S.A. – ETETH S.A., Athens (Suburban Railway)	100.00%
3.	J/V J&P - AVAX S.A. – ETETH S.A., Athens (Subcontractor Suburban Railway)	100.00%
4.	J/V J&P - AVAX S.A. – PROET S.A., Athens (Park of Lavrio)	100.00%

The Proportionate consolidation by 100% has the same results with the complete consolidation <u>Proportionate consolidation</u>

5.	J/V J&P-AVAX S.A "J/V IMPREGILO SpA -J&P-AVAX S.A EMPEDOS S.A.", Athens	66.50%
6.	J/V AKTOR S.A J&P - AVAX S.A ALTE S.A ATTIKAT S.A ETETH S.A PANTECHNIKI S.A EMPEDOS S.A., Athens	30.84%
7.	J/V J&P-AVAXS.A EKTER A.E - KORONIS S.A., Athens	36.00%
8.	J/V J&P-AVAX - VIOTER S.A TERNA S.A. , Athens	37.50%
9.	J/V AKTOR S.A J&P - AVAX S.A PANTECHNIKI S.A., Athens	34.22%
10.	J/V "J/V AEFEK S.A AKTOR S.ASELI" -J&P-AVAX S.A., Athens	20.00%
11.	J/V J&P-AVAX S.A VIOTER S.A., Athens	50.00%
12.	J/V J&P-AVAX S.AVIOTER S.AHELIOHORA S.A., Athens	37.50%
13.	J/V PANTECHNIKI S.A J&P-AVAX S.A VIOTER S.A., Athens	44.33%
14.	J/V VINCI CONSTRUCTION Grand Projects - ATHENA S.A PROODEFTIKI S.A AKTOR S.A J&P-AVAX S.A PANTECHNIKI S.A., Athens	11.20%
15.	J/V AKTOR S.A J&P AVAX S.APANTECHNIKI S.A., Athens	34.22%
16.	J/V J&P AVAX S.A INTL TAPESTRY CENTRE, Athens	99.90%
17.	J/V ETETH S.A J&P-AVAX S.A TERNA S.A PANTECHNIKI S.A., Athens	47.00%
18.	J/V QATAR - J&P – AVAX SA - JOINT VENTURE, Qatar	25.00%
19.	J/V ANASTILOTIKI SA – TH.KARAGIANNIS SA - GETEM SA - ETETH SA, Athens	25.00%
20.	J/V TOMES S.A ETETH S.A., Chania	50.00%
21.	J/V TOMES S.A THEMELI S.A., Chios	50.00%
22.	J/V J&P – AVAX SA - THEMELIODOMI S.A., Bulgaria	99.90%
23.	J/V EDRASIS C. PSALLIDAS S.A J&P. AVAX S.A., Romania	49.00%
24.	J/V J&P-AVAX S.A. – TERNA S.A ETETH S.A, Athens	50.00%
25.	J/V J&P - AND J&P - AVAX GERMASOGEIA, Cyprus	75.00%
26.	J/V AKTOR A.T.E - AEGEK S.A J&P-AVAX S.A SELI S.p.A, Athens	20.00%
27.	J/V J&P AVAX S.A – J&P Ltd, Cyprus	75.00%
28.	J/V "J/V AKTOR SA – DOMOTEXNIKH S.A. THEMELIODOMI S.A." – TERNA S.A –	25.00%
29.	ETETH S.A., Salonica J/V J&P AVAX S.A. – FCC CONSTRUCCION S.A, Athens	49.99%
30.	J/V ELIASA MICHAIL-GABRYIL-PROET S.A. Athens	90.00%
31.	J/V ELIASA MICHAIL-GABRYIL- SBERONIS ALEXANDROS -PROET S.A., Salonica	90.00%
32.	J/V ETETH S.A. – TOMES S.A.	50.00%
33.	J/V AKTOR ATE-J&P AVAX SA-TERNA SA-IME A' PHASE, Athens	32.00%
34.	J/V AKTOR ATE-J&P AVAX SA-TERNA SA-IME A' PHASE, Athens	32.00%
35.	J/V PROET SA – PANTEHNIKI SA – VIOTER SA, Athens	44.33%
36.	J/V ETETH SA – GANTZOULAS SA – VIOTER SA, Athens	40.00%



37.	J/V APION KLEOS (ELEFSINA-PATRA), Elefsina	18.00%
38.	J/V J&P AVAX SA – EKTER SA, Athens	50.00%
39.	J/V CONSTRUCTION MALIAKOS – KLEIDI, Larissa	15.70%
40.	J/V MAINTENANCE ATT.ODOS, Athens	30.84%
41.	J/V J&P AVAX S.A. – ROUTSIS S.A., Athens	30.00%
42.	J/V SUBURBAN RAILWAY, SKA PIRAEUS, PHASE B', Athens	33.33%
43.	J/V 50 PROKAT 2006 B, Athens	50.00%
44.	J/V QUEEN ALIA AIRPORT, Jordan	50.00%
45.	J/V J&P AVAX -ATHENA(Limassol), Cyprus	60.00%
46.	J/V J&P – EDRACO – SINTEHNIKI (OTE BUILDINGS), Patra	50.00%

Furthermore, the following are the joint ventures in which the Athena SA participates and are consolidated proportionately:

## Proportionate consolidation by 100% (complete consolidation)

riop	Company	HEAD OFFICE	% of Athena's SA participation
47.	J/V ATHENA - SNAMPROGETTI	Athens	100.00%
48.	J/V ATHENA - ARCHIMIDIS (OLP V)	Athens	100.00%

## Proportionate consolidation

	Company	HEAD	% of Athena's SA
	Company	OFFICE	participation
49.	J/V ATHENA - KONSTADINIDIS	Athens	50.00%
50.	J/V ATHENA - FCC	Athens	50.00%
51.	J/V ATHENA - BARESEL – ATTIKAT	Athens	34.00%
52.	J/V ATHENA - LAND & MARINE	Athens	46.88%
53.	J/V ATHENA - ARCHIMIDIS (OLP III)	Athens	95.00%
54.	J/V ATHENA - GKOYNTAS/SPILIOTOPOULOS	Athens	70.00%
55.	J/V ATHENA - DOMIKI KRITIS	Athens	50.00%
56.	J/V ATHENA – ERGOASFALTIKI	Larissa	50.00%
57.	J/V ATH-THEMEL.TECHKONTSABRAS	Athens	25.00%
58.	J/V ATH-EL.TECHTHEM-PASSPERIBALLON	Thessaloniki	28.00%
59.	J/V ATHTHEMEL.TECH KTIPIO BITIOFOR	Athens	33.33%
60.	J/V PLATAMONA	Athens	19.60%
61.	J/V ATHENA – PROODEFTIKI (CORABIA)	Athens	60.00%
62.	J/V ATHENA-KOSTADINIDIS (FLISVOS)	Athens	66.67%
63.	J/V AKTOR - ATHENA - EBEDOS (IBC)	Athens	26.00%
64.	J/V ATHENA - EKAT ETAN AE	Athens	55.00%
65.	J/V BIOTER – ATHENA	Athens	50.00%
66.	J/V GEFIRA	Athens	7.74%
67.	J/V ATHENA - THEM ATTIKAT (ERMIS)	Athens	33.33%
68.	J/V THEMEL.TECHNATHENA -PASS-GIOVANI	Athens	26.67%



69.	J/V AKTOR - THEM/DOMI - ATHENA (A403)	Athens	33.33%
70.	J/V THEM/MI-ATHENA -KOROTZIS (IKAROS)	Athens	33.33%
71.	J/V KONATHEDRASI-DOMIKI (AG.KOSM.)	Athens	25.00%
72.	J/V ATHENA - AKTOR (MAKEDONIA)	Athens	70.00%
73.	J/V ARCHIRODON - ERGONET	Athens	22.95%
74.	J/V ERGONET - ARCHIRODON	Athens	25.50%
75.	J/V TSO-ARCHIRODON - ERGONET	Athens	25.50%
76.	J/V TOURIST PORT OF LEUKADA	Athens	22.50%
77.	J/V MHCHANIKI - ATHENA (MPC)	Athens	50.00%
78.	J/V DODONI MOCHLOS - ATHENA	Athens	50.00%
79.	J/V PAPADAKIS - ATHENA (VRILISSIA)	Athens	50.00%
80.	J/V 6th PROBLITA O.L.TH - A1	Athens	55.56%
81.	J/V POSIDON	Athens	16.50%
82.	J/V PROODEFTIKI - ATHENA (CRAIOVA)	Athens	35.00%
83.	J/V TERNA - ATHENA (ARACH PERISTERI)	Athens	37.50%
84.	J/V KONS ATHENA - (AG. KOSMAS A')	Athens	50.00%
85.	J/V ATHENA - ROUTSIS (CAR TERMINAL)	Athens	50.00%
86.	J/V AKTOR - ATHENA - THEMEL. (KALATRAVA)	Athens	29.00%
87.	J/V ANEGERSIS KTIRION OSE THRIASIO	Athens	13.30%
88.	J/V ARCHIRODON - ATHENA (THISIO)	Athens	50.00%
89.	J/V AKTOR - ATHENA THEMEL. (OAKA)	Athens	21.10%
90.	J/V ATTIKAT - ATHENA (AG. KOSMAS)	Athens	40.00%
91.	J/V ERETVO - ATHENA – ROUTSIS	Athens	25.00%
92.	κ/Ξ Ακτώρ - Αθήνα (Ξηρανσή ιλγός)	Athens	50.00%
93.	PSITALIA NAFTIKI ETERIA	Athens	33.33%
94.	J/V AKTOR - THEMELIODOMI - ATHENA (A380)	Athens	33.33%
95.	J/V AKTOR - ATHENA EBEDOS (IBC MAINTEN.)	Athens	26.00%
96.	J/V TERNA - ATHENA (IOANNINA - METSOBO)	Athens	37.50%
97.	J/V ATHENA - MECHANIKI (SKARFEIA)	Athens	50.00%
98.	J/V ATHENA-AKTOR (LASPI)	Athens	50.00%
99.	J/V ATHENA - IMEK HELLAS AE	Athens	99.00%
100.	J/V ATHENA - AKTOR (A425)	Athens	50.00%
101.	J/V MOCHLOS - ATHENA (TUNNEL S2)	Athens	50.00%
102.	J/V ATHENA - AKTOR (B' PHASE)	Athens	50.00%
103.	J/V AKTOR - ATHENA (A-417)	Athens	70.00%
104.	J/V AKTOR - ATHENA (BUCHAREST)	Athens	50.00%
105.	J/V CONSTRUCTION MALIAKOS - KLEIDI	Larissa	5.00%
106.	CONSTRUCTION J/V APION KLEOS	Elefsina	5.00%
107.	J/V ATHENA – AKTOR (A435)	Athens	50.00%
108.	J/V ATHENA – AKTOR (A438)	Athens	50.00%
109.	J/V ATHENA – AKTOR (A437)	Athens	50.00%
110.	J/V AKTOR – ATHENA (F8781)	Athens	50.00%



111.	J/V AKTOR – ATHENA (D8642)	Athens	50.00%
112.	J/V AKTOR - ATHENA - GOLIOPOULOS (A-440)	Athens	48.00%

The following Joint Venture is not included in current period's financial statements in comparison with those as of 31.12.2008 because the project is now completed:

1.	J/V ATHENA - ARCHIRODON (ISAP)	Athens	50.00%
2.	J/V PADECHNIKI - ATHENA (KOS)	Athens	50.00%

The following Joint Ventures were consolidated in the Financial Statements of 2007 using the proportional method. These projects are now completed and those Joint Ventures are in the process of dissolution, therefore they were not included in the proportional consolidation due to minor materiality effect in the Group's Financial Statement. The financial results (profit/ loss) of those Joint Ventures in the Group's Financial Statements of 2008 were consolidated using the equity method.

J/V J&P - AVAX SA - DRAGADOS Y CONSTRUCTION, Ethiopia 50.00% J/V J&P-AVAX S.A. - ETETH S.A., Athens (Gefyra Staurou) 100.00% J/V J&P-AVAX AE - ETETH S.A., Athens (Podoniftis) 100.00% J/V J&P-AVAX S.A. - ETETH S.A., Athens (S.E.A) 100.00% J/V J&P - AVAX S.A. - ETETH S.A., Athens (Olympic Ring) 100.00% J/V J&P-AVAX S.A.-ETETH S.A. -EMPEDOS S.A. -GENER S.A., Salonica 73.50% J/V J&P - AVAX S.A. - AKTOR S.A. - VIOTER A.E - TERNA S.A., Athens 20.00% J/V ETETH S.A. - J&P-AVAX S.A. - TERNA S.A. - PANTECHNIKI S.A., Athens 47.00% J/V AKTOR S.A. - J&P-AVAX S.A., Athens 44.00% J/V PANTECHNIKI S.A. - AKTOR S.A. - J&P-AVAX S.A., Athens 33.33% J/V J&P-AVAX S.A. -KL.ROUTSIS S.A., Athens 50.00% J/V AKTOR A.T.E - J&P-AVAX S.A., Athens 50.00% J/V ΕΔΡΑΣΗ ΨΑΛΛΙΔΑΣ S.A. - J&P- AVAX S.A. - ΕΚΑΤ ΕΤΑΝ S.A. - ΑΤΟΜΟΝ S.A. - HELIOHORA S.A. - ATHENA S.A., Athens 20.00% J/V AKTOR S.A. - J&P AVAX S.A., Athens 52.00% J/V J&P-AVAX S.A. - ETETH S.A. -EMPEDOS S.A., Salonica 73.86% J/V ETETH S.A.-TASKOUDIS-POLYMETRIKI Ltd, Athens 44.00% J/V ETETH S.A. - STOYANNOS - POLYMETRIKI Ltd, Athens 44.50% J/V ETETH S.A. - KL.ROUTSIS S.A., Salonica 50.00% J/V AKTOR S.A. - PANTECHNIKI S.A. - J&P - AVAX S.A., Athens 25.00% J/V ΑΚΤΩΡ S.A. - PANTECHNIKI S.A. - J&P-AVAX S.A., Athens 25.00% J/V J&P - AVAX A.E - GENERALE LOCATION, Athens 50.00% J/V J&P - AVAX A.E - GENERALE LOCATION, Athens 50.00% J/V J&P - AVAX SA -NATIONAL WHEEL J&P L.L.C., UAE 20.00% J/V J&P - AVAX SA - AKTOR SA, Athens 70.58% J/V PROET S.A. - KL.ROUTSIS S.A., PEZOGEFYRA HSAP, Athens 50.00% J/V J&P AVAX SA - AKTOR SA -IME B' PHASE (CONTRACTOR), Athens 50.00%

The following Joint Ventures for projects completed before 2003 and they are in process of dissolution, are not consolidated due to minor materiality effect in the Group Financial Statements. The financial results (profit or loss) of those Joint Ventures are recorded in the separate Financial Statements of the companies participating in those Joint Ventures.

J/V ATTIKAT A.T.E - PANTEXNIKH SA – J&P AVAX SA-EMPEDOS SA , Marousi,25%, J/V J&P AVAX SA – ATE GNONON, Marousi, 50%, J/V J&P ABAX SA - AKTOR ATE , Athens, 50%, J/V J&P-ABAX SA -AKTOR SA , Marousi, 50%, J/V ATTIKOY AGOGOY KAYSIMON, Xalandri, 26.79%, J/V J&P ABAX SA-ATTIKAT ATE, Marousi, 90%, J/V J&P AVAX SA-GENER SA 65%, J/V AKTOR SA-J&P AVAX SA-EMPEDOS SA -ETETH SA,Athens,50%, J/V AKTOR SA-J&P/ABAE AE ,Athens,50%, J/V J&P ABAE AE -AKTOR SA ,Marousi,50%, J/V J&P AVAX SA-TERNA SA-EUKLEIDHS ATE,Marousi,35%, J/V AKTOR SA-J&P ABAX SA ,Athens,50%, J/V J&P AVAX SA-AKTOR SA-VAMED ENG.GMBH & KO KG,Athens,33.80%, J/V J&P AVAX SA-EMPEDOS SA , Kifisia, 50%, J/V ELLINIKH TEXNODOMIKH SA-TERNA SA-GNOMON ATE-J&P AVAX SA-IMEC GMBH, Athens, 24%, J/V J&P AVAX SA- EDRASH PSHALLIDAS ATE, Athens, 50%, J/V AEGEK-J&P AVAX SA-KL. ROUTSIS SA,Athens,40%, J/V J&P AVAX SA-TEXNODOMH AFOI TRAYLOU ABETTE-KL. ROUTSHS SA, Athens, 33.33%, J/V J&P AVAX SA- TEXNODOMH AFOI TRAYLOU ABETTE-KL. ROUTSHS SA, Athens, 33.33%, J/V MICHANIKI SA-J&P AVAX SA-ATHHNA AETB-MOXLOS SA ,Kalamaki,24.50%, J/V J&P AVAX SA-AKTOR SA ,Athens,48%, J/V J&P AVAX SA-ERETBO AE,Athens,80%, J/V PROODEUTIKH ATE- ATTIKAT ATE-ATEMKE ATE -J&P AVAX SA,Athens,20%, J/V J&P AVAX SA-KL. ROUTSHS SA,Athens,90%, J/V GNOMON ATE-J&P AVAX SA-J/V ATHENA ATEBE-ARXIMHDHS ATE, Kifisia, 33%, J/V J&P AVAX SA-ATHINAIKH TEXNIKH SA-TH. KARAGIANNHS SA,Athens,33.33%, J/V ABAX SA - TEXNODOMH ATE, Mosxato,50%, J/V ERGOY SKOPEYTIRIOY MARKOPOULOU, Marousi, 50%, J/V SIGALAS SA-J&P AVAX SA-ALTE SA -A. XARHS & SIA EE, Psixiko, 22.22%, J/V AKTOR SA -J&P AVAX SA-ETETH SA ,Xalandri, 50%, J/V AKTOR SA-J&P AVAX SA-ETETH



SA, Thessaloniki, 57%, J/V AKTOR SA -J&P AVAX SA , Athens, 80%, J/V J&P AVAX SA-KL. ROUTSHS SA,Athens,66.67%, J/V AKTOR SA -J&P ABAX SA -ETETH SA,Xalandri,49%, J/V J&P AVAX SA-KL. ROUTSHS SA,Athens,66.67%, J/V J&P AVAX SA-EUKLEIDHS - DOMOS SA-PROET SA-BETANET AEBE-J/V J&P AVAX SA-EUKLEIDHS, Athens, 39%, J/V J&P AVAX SA-EDRASH PSALLIDAS ATE, Athens, 50%, J/V J&P AVAX SA-ETANE ATE Athens,50%, J/V AKTOR SA-J&P AVAX SA-ETETH SA,Xalandri,66.66%, J/V KL.ROUTSHS SA-J&P AVAX SA-KOURTIDHS SA,Athens,33.33%, J/V SYMPAROMARTOYNTA ERGA METRO, Xalandri, 26, 7873%, J/V J&P AVAX SA-EKTER SA , Athens, 50%, J/V SIGALAS SA-J&P AVAX SA-ALTE SA,Psixiko,33.33%, J/V "J/V SIGALAS SA-GNOMON ATE-J&P AVAX SA,Psixiko,33.33%, J/V 'J/V PANTEXNIKH SA- EMPEDOS SA-EMPEDOS SA-PANTEXNIKH SA-J&P AVAX SA, Psixiko, 12.50%, J/V J&P AVAX SA OLYMPIOS ATE K.KOUBARAS-N. GERARXAKHS -Z.MENELAOS-N.XATZHXALEPLHS, Athens, 15%, J/V AKTOR SA-J&P AVAX SA-N.GERARXAKHS-K.KOUBARAS,Athens,48%, J/V AKTOR SA-J&P AVAX SA-EMPEDOS SA -EKTER SA-DIEKAT ATE-ALTE ATE-TERNA SA, Athens, 20%, J/V ATTIKAT ATE-J&P AVAX SA, Amfissa, 25%, J/V J&P AVAX SA-GENER SA,Athens,50%, J/V J&P AVAX SA-AKTOR SA ,Marousi,35%, J/V AKTOR SA-J&P AVAX SA,Athens,50%, J/V J&P AVAX SA-EUKLEIDHS SA, Athens, 50%, J/V TERNA SA-AKTOR SA-J&P AVAX SA, Athens, 1%, J/V TERNA SA-AKTOR SA-J&P AVAX SA, Athens, 1%, J/V J&P ABAX SA -J/V KL. ROUTSHS SA-KLAPADAKHS-POLITHS, Athens, 50%, J/V 'J/V AKTOR SA-ANASTHLOTIKH ATE-AKTOR SA-ANASTHLOTIKH ATE-LAMDA TEXNIKH SA-J&P AVAX SA-INTERTOP SA -KOURTIDHS SA, Xalandri, 28.56%, J/V J&P AVAX SA-N. LIANDRAKHS, Hrakleio ,80%, J/V AKTOR SA -J &P AVAX SA ,Xalandri,40%, J/V J&P AVAX SA-BIOTER SA-IDEAL MEDICAL PRODUCTS SA, Marousi, 35.17%, J/V J&P-AVAX SA -GENERALE LOCATION SA ,Marousi,50%, J/V J&P-ABAX SA-GENERALE LOCATION,Marousi,50%, J/V J&P AVAX SA -BIOTER SA, Thessaloniki, 65%, J/V AKTOR SA -J&P AVAX SA , Xalandri, 50%, J/V J&P ABAX SA- ELTER SA -SARANTOPOULOS SA, P. Faliro,18%, J/V TEXNODOMH ABETE-J& P ABAX SA-EKTER SA-TELAMON SA ,Mosxato,30%, J/V J&P AVAX SA - GNOMON SA,Kifisia,50%, J/V OAKA TENNIS,Xalandri,16.67%, J/V KARAHLIAS -TRAXANAS-TSEPELH-ZAGARH-J&P AVAX SA, Amfissa, 10%, J/V ETETH SA - PROET SA,Athens,100%, J/V KOSYNTHOS SA - PROET SA,Marousi,50%, J/V THEMELIODOMH SA -PROET SA,Kifisia,30%, J/V PROET SA-M.S. ELIASA -A.PORFYRIDHS-GKORYTSA,Marousi,95%, J/V PROET SA-. ELIASA -A.PORFYRIDHS -NEOKTISTA, Marousi, 95%, J/V PROET SA-MPETANET ABEE, Marousi, 90%, J/V PROET SA-ANAGNOSTOPOULOS BAS. Tou NIK., Marousi, 90%, J/V PROET SA-KL. ROUTSHS SA ,Marousi,90%, J/V'J/V ELIASA MIXAHL GABRIHL SBERONHS ALEXANDROS '-PROET SA,Marousi,90%, J/V " ETETH SA - EKKON AE ",Athens,50%, J/V " TEGK SA - ETETH SA ",Athens,50%, J/V " AKTOR SA -ETETH SA ",Xalandri,50%, J/V " AKTOR SA - ETETH SA - THEMELH SA - THEMELIODOMH SA " ,Xalandri,30%, J/V "AKTOR SA -PANTEXNIKH SA -ATTIKAT SA -ETETH SA",Xalandri,25%, J/V ETETH SA-PANTEXNIKH SA-THEMELIODOMH SA, Xalandri50%, J/V "ETETH SA-J&P AVAX SA, Athens, 100%, J/V METRIK SA-ETETH SA-MAGIAFAS -XATZHDAKHS- PSATHAKHS OE, Athens, 40%, J/V "KL. G. ROYTSHS -ETETH SA-KL. ROUTSHS SA", Athens, 10%, J/V "ODYSSEYS ATE - ETETH SA, Athens, 16%, J/V "ETETH SA-GEOMETRIKH SA", Marousi, 50%, J/V ETETH SA-EYKLEIDHS PARAKAMPSH \_ NAYPAKTOY, Marousi, 50%

## C.2a. Property, Plant & Equipment, Investment Property (I.A.S. 16)

Group management selected the **basic method of valuation of operating fixed assets** inclusive of operating property, according to IAS 16 (at acquisition cost, reduced by accumulated depreciation and accumulated impairment charges), following the initial entry of tangible fixed assets on transition date to I.A.S. (01/01/2004).

However, in 2008 the Management decided to adopt the **revaluation model** for the land and buildings category of assets

## **Revaluation Model**

Upon recognition as an asset, a fixed asset whose fair value may be estimated reliably may be revalued, to reflect the fair value at recognition date less any subsequent accumulated impairment of value.

The fair value of land and buildings is usually appraised by auditor-valuators. The fair value of equipment and fixtures is usually their acquisition price.

When tangible fixed assets are revalued, the entire class of similar assets should be revalued.

When the book value of a fixed asset increases as a result of revaluation, the increase is credited directly into the Equity as a Revaluation Surplus.

Increases in value due to revaluation will be recognised through the Income Statement to the extend it reverses an earlier impairment of the same asset, charged in the Income Statement.

Should the book value of an asset be reduced as a result of a revaluation, the decrease in value should be charged in the Income Statement. If a revaluation surplus for that asset exists in Equity, the decrease will be charged directly into Equity up to the value of that surplus. Revaluation surpluses in



Equity are transferred to Retained Earnings as soon as the fixed assets are sold or derecognized. Tax effects on the revaluation of tangible fixed assets are recognised and disclosed according to IAS 12 Income Tax.

The initial implementation of a tangible fixed asset revaluation policy is treated as a revaluation according to IAS 16, not IAS 8.

While applying I.A.S. 36 (on Impairment of Assets), on each reference date Group management effectively estimates whether its asset base shows signs of impairment, comparing the residual value for each asset against its book value.

Subsequent expenditure on fixed assets already appearing on the Company's books are added to that asset's book value only if they increase its future economic benefits. All expenditure (maintenance, survey etc.) for assets not increasing their future economic benefits are realised as expenses in the financial period incurred.

Expenditures incurred for a major repair or survey of a fixed asset are realised as expenses in the financial period in which they are incurred, except when increasing the future economic benefits of the fixed asset, in which case they are added to the book value of the asset.

Depreciation of tangible fixed assets (excluding land which is not depreciated) is calculated on a straight-line basis according to their useful lives. The main depreciation rates are as follows:

Operating Property (buildings)	3%
Investment Property	3%
Machinery	5.3% - 20%
Vehicles	7.5% - 20%
Other equipment	15% - 20%

Residual values and useful lives of tangible fixed assets are subject to revision on balance sheet date. When the book value of fixed tangibles exceeds their recoverable value, the difference (impairment loss) is directly charged as an expense item in the Income Statement.

When disposing of tangible fixed assets, the difference between the revenue from the sale and the book value of the assets is realised as profit or loss in the Income Statement.

Own-produced fixed tangibles constitute an addition to the acquisition cost of the assets in the form of direct cost of personnel participating in their production (including related employer's social security contributions), cost of materials and other general expenses.

## C.2b. Investment Property (IAS 40)

J&P Avax group applies IAS 40 for the property regarded as an investment, using the alternative method of valuation, which is the cost model.

Regarding investment property, management chose the alternative method of valuation at acquisition cost (reduced by accumulated depreciation and accumulated impairment charges) according to IAS 16, following the initial entry of tangible fixed assets on transition date to I.A.S. (01/01/2004).

During 2007 J&P Avax group decided to change the accounting policy, regarding the valuation of investment property, and specifically to apply the fair value model instead of the cost model.

The Management adopts the opinion that the accounting policy of the fair value model for the investment property valuation provides more credible and relevant information because it is based on up-dated values.

According to IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors", paragraph 52, the retrospective application of a new accounting policy requires the distinction of the information that: a)Indicate the prevailing facts at the transaction dates.

b)Would be available when the financial statements of these previous periods were approved to be published.



For certain estimations (e.g. fair value estimation not based on an observable price or observable inputs) the distinction of the information is not possible.

When the retrospective application, or the retrospective restatement would require significant estimation, for which the separation of the information is not feasible, then the retrospective application of the new accounting policy is not feasible too.

The Management examined the prospect to recognize both cases of the change in accounting policy. They deduced that the change could not be accounted retrospectively. Therefore, the accounting policy will be applied on a future basis beginning from 2007.

## C.3. Intangible Assets (I.A.S. 38)

These expenses should be amortised during the financial period in which they are incurred. Only expenses meeting the criteria of I.A.S. 38.18 are capitalized, such as expenses for computer software and licences. Long-term expenses not meeting the criteria of I.A.S. 38.18 are written off in applying IFRS. Intangible assets include software licences.

#### C.4. Impairment of Assets (I.A.S. 36)

#### i) Goodwill

Goodwill represents the additional price paid by the Group for the acquisition of new subsidiaries, joint ventures, and associates. It arises from the comparison of the price paid for the acquisition of a new company with the proportion of the group share to the fair value of the net assets, during the acquisition date. The arisen goodwill from the acquisition of the new subsidiaries and joint ventures is recognized to intangible assets. Every year impairment test for the goodwill is conducted, which decreases the original amount as it is recognized in the balance sheet. During the calculation of profit or loss arisen from participation disposal, the relevant (if any) goodwill is taken under consideration of the disposed company.

For an easier processing of impairment tests, goodwill is allocated to Cash Generating Units (CGU's). The CGU is the smallest identifiable unit of assets which creates independent cash flows and represents the level at which the Group collects and presents the financial data for reasons of internal information. The impairment for the goodwill, is determined from the calculation of the recoverable amount of the CGU's with which the goodwill is connected. Impairment loss which is related with goodwill cannot be reversed in future periods. The Group conducts the annual test for goodwill impairment at 31 December of each accounting period.

In case that the fair value of net assets of a company during the acquisition date is higher than the price paid for the acquisition, negative goodwill is recognized (income), which goes directly in the Income Statement.

I.A.S. 36 applies for the impairment of subsidiaries acquisition or I.A.S. 39 for participation to associates, and other participating interest companies.

#### ii) Other Assets

Assets with an infinite useful life are not depreciated and are subject to annual review for impairment, whenever events take place showing their book value is not recoverable. Assets being depreciated are subject to review of their value impairment when there are indications that their book value shall not be recovered.

Net Selling Price (NSP) is the amount obtainable from the sale of an asset in an arm's length transaction between knowledgeable willing parties, less the costs of disposal. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. At each balance sheet date, management assess whether there is an indication of impairment as required by I.A.S. 36, requiring that the book value of assets does not exceed their recoverable amount. Recoverable amount is the highest between Net Selling Price and Value in Use.

This evaluation also takes into account all available information, either from internal or external sources. Impairment review is applied on all assets except for inventories, construction contracts, deferred tax receivables, financial assets falling under I.A.S. 39, investment property and non-current assets classified as being held for disposal.



Impairment losses are charged in the Income Statement.

## C.5. Inventories (I.A.S. 2)

On Balance Sheet date, inventories are valued at the lowest between cost and Net Realisable Value (NRV). NRV is the estimated selling price in the ordinary course of business, less the estimated cost of completion and the estimated costs necessary to make the sale. Inventory cost does not include financial expenses.

#### C.6. Financial Instruments: Recognition and Measurement (I.A.S. 39)

The standard outlines the principles for recognition and measurement of financial instruments, financial liabilities and certain contracts for purchase or sale of non financial instruments. The financial instruments of the Group are classified in the following categories according to the substance of the contract and the purpose for which they were purchased. Purchases and sales of investments are recognised on trade date, which is the date on which the Group commits itself in purchasing or selling the asset. Investments are initially recognized at fair value plus related transaction expenses, with the exception of transaction expenses for assets which are recognized at fair value and through the income statement. Investments are written off when the right to the related cash flows expires or is transferred and the Group has in substance transferred all risks and rewards relating to ownership.

#### i) Financial assets/liabilities valued at fair value through the income statement

These comprise financial assets/liabilities that satisfy any of the following conditions:

- Financial assets/liabilities held for trading purposes (including derivatives, except those designated and effective hedging instruments, those acquired or created for the purpose of sale or repurchase, and those that are part of a portfolio of designated financial instruments).
- Upon initial recognition, it is designated by the company as an instrument valued at fair value, with any changes recognised through the Income Statement.

Realised and unrealised profits or losses arising from changes in the fair value of financial assets valued at their fair value with changes in the income statement, are recognized in the income statement at the period in which they result.

#### ii) Loans and receivables

They include non-derivative financial assets with fixed or predefined payments which are not traded in active markets. This category (loans and receivables) does not include:

- receivables from advances for the purchase of goods or services,
- receivables relating to tax transactions, which have been legislatively imposed by the state,
- any receivable not covered by a contract giving the company the right to receive cash or other financial fixed assets.

Loans and receivables are initially recognised at their fair value and then measured at net book cost based upon the real interest rate method.

#### iii) Investments held to maturity

These include non derivative financial assets with fixed or defined payments and specific maturity and which the Group intends and has the ability to hold till maturity. Assets of this category are initially recognised at fair value and then measured at net book cost based upon the real interest rate method.

#### iv) Financial assets available for sale

These include non derivative financial assets either designated in this category or not included in any of the previous ones.

Financial assets available for sale are valued at fair value and the relevant profit or loss is recorded in an equity reserve until such assets are sold or characterized as impaired.

During the sale, or when they are characterized as impaired, the profit or loss is transferred to the income statement. Impairment losses that have been recorded to the income statement cannot be reversed through the income statement.

The fair values of financial assets traded in an active market, are defined by the current ask prices. For non-traded instruments, fair values are defined with the use of valuation techniques such as analysis of recent transactions, comparative items that are traded and discounted cash flows. Securities not traded in an active market that have been classified in the category "financial assets available for sale", whose



fair value cannot be determined with credibility, are valued at their acquisition cost. At each balance sheet date the Group assesses whether there are objective indications that lead to the conclusion that financial assets have been impaired. For company shares classified as financial assets available for sale, such an indication is a significant or extended decline in the fair value compared to the acquisition cost. If impairment is established, the accumulated loss in equity, which is the difference between acquisition cost and fair value, is transferred to the results.

## C.7. Financial Instruments: Presentation (IAS 32)

The principles in this Standard complement the principles for recognising and measuring financial assets and financial liabilities in IAS 39 Financial Instruments: Recognition and Measurement.

This Standard is concerned with the classification of financial instruments into financial assets, financial liabilities and equity instruments, as well as the classification of related interest, dividends, losses and gains, and the circumstances in which financial assets and financial liabilities should be offset.

A *financial instrument* is any contract that simultaneously gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

A *financial asset* is any asset that is:

- (a) cash
- (b) an equity instrument of another entity
- (c) a contractual right:

(i) to receive cash or another financial asset from another entity; or(ii) to exchange financial assets or financial liabilities with another entity under conditions that are potentially favourable to the entity; or

(d) a contract that will or may be settled in the entity's own equity instruments and is:

(i) a non-derivative for which the entity is or may be obliged to receive a variable number of the entity's own equity instruments; or

(ii) a derivative that will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments. For this purpose the entity's own equity instruments do not include instruments that are themselves contracts for the future receipt or delivery of the entity's own equity instruments.

A *financial liability* is any liability that is:

(a) a contractual obligation:

(i) to deliver cash or another financial asset to another entity; or

(ii) to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavourable to the entity; or

(b) a contract that will or may be settled in the entity's own equity instruments and is:

(i) a non-derivative for which the entity is or may be obliged to deliver a variable number of the entity's own equity instruments; or

(ii) a derivative that will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments. For this purpose the entity's own equity instruments do not include instruments that are themselves contracts for the future receipt or delivery of the entity's own equity instruments.

An *equity instrument* is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.



*Fair Value* is the amount for which an asset could be exchanged for or a liability be settled with between two parties acting on their own will and in full knowledge of market conditions, as part of a transaction carried out on a pure commercial basis.

## C.8. Financial Instruments: Disclosures (IFRS 7)

IFRS 7 refers to all risks arising from all financial instruments, except those instruments specifically excluded (e.g. interests in subsidiaries, associates and joint ventures, etc.). The objective of the disclosures is to provide an overview of the Group's use of financial instruments and its exposure to risks they create. The extent of the disclosure required depends on the extent of the Company's use of financial instruments and its exposure to risk. The Group and Company apply IFRS 7 from January 1st, 2007.

#### C.9. Provisions (I.A.S. 37)

Provisions are recognized when the Group faces legal or substantiated liabilities resulting from past events, their settlement may result in an outflow of resources and the amount of the liability can be reliably estimated. Provisions are reviewed on Balance Sheet date and adjusted to reflect the present value of the expense estimated for settling the liability. Contingent liabilities are not recognized in the financial statements but nevertheless are disclosed in the accompanying notes, except when the probability of an outflow of resources is minimal. Contingent assets are not recognized in the financial statements, but are disclosed in the notes, provided an inflow of economic benefits is probable.

#### C.10. Government Grants (I.A.S. 20)

The Group recognizes government grants (subsidies) only when there is reasonable assurance that:

- a) the enterprise will comply with any conditions attached to the grants,
- b) the grant is likely to be received.

Subsidies are entered in the company's books at their fair value and recognized on a consistent basis as revenue, in accordance with the principle of matching the receipts of subsidies with the related expenses.

Subsidies on assets are included in long-term liabilities as deferred income and recognized on a consistent basis as revenues over the expected useful life of the assets.

## C.11. The effects of changes in Foreign Exchange Rates (I.A.S. 21)

The financial statements of all Group companies are prepared using the currency of the economic area which the Group mainly operates in (operating currency). Consolidated financial reports are denominated in euros, the operating and presentation currency of the parent Company and its subsidiaries.

Transactions in foreign currency are converted in the operating currency according to the going foreign exchange rates on the date on which transactions take place.

Profit and losses from foreign exchange differences arising from settlement of transactions in foreign currency during the financial reporting period and the conversion of monetary items denominated in foreign currency according to the going exchange rates on balance sheet date are recognised in the Income Statement. Foreign exchange adjustments for non-monetary items valued at fair value are considered part of the fair value and are therefore treated as differences in fair value.

#### C.12. Equity Capital (I.A.S. 33)

Expenses incurred due to the issue of new shares appear below the deduction of related income tax, reducing the net proceeds from the issue. Expenses incurred due to the issue of new shares to finance the acquisition of another company are included in the target company's total acquisition cost.



#### C.13. Dividends (I.A.S. 18)

Payments of dividends to parent company shareholders are recognized as a liability in the consolidated financial statements on the date on which the General Assembly of the Shareholders grants its approval on the distribution of the dividend.

## C.14. Income Taxes & Deferred Tax (I.A.S. 12)

Income tax expenses appearing in the Income Statement include both tax for the period and deferred tax, which correspond to tax charges or tax returns arising from benefits realized within the reporting period in question but booked by the tax authorities in earlier or later reporting periods. Income tax is recognized in the Income Statement for the reporting period, except for tax relating to transactions directly charged against shareholders' funds; in that case, income tax is similarly charged directly against shareholders' funds.

Current income tax includes short-term liabilities and/or receivables from the tax authorities related to payable tax on the taxable income of the reporting period, as well as any additional income tax from earlier reporting periods.

Current tax is calculated according to the tax rates and fiscal legislation applied on each reporting period involved, based on the taxable income for the year. All changes in short-term tax items listed on either side of the balance sheet are recognized as part of the tax expense in the Income Statement.

Deferred income tax is calculated by means of the liability arising from the temporary difference between book value and the tax base of asset and liabilities. No deferred income tax is entered when arising from the initial recognition of assets or liabilities in a transaction, excluding corporate mergers, which did not affect the reported or taxable profit / loss at that time.

Deferred tax income and liabilities are valued according to the tax rates expected to apply in the reporting period in which the receipt or payment will be settled, taking into account the tax rates (and fiscal laws) introduced or in effect until the reporting date. The tax rate in effect on the day following the reporting date is used whenever the timing of reversal of temporary differences cannot be accurately determined.

Deferred tax receivables are recognized to the extent in which taxable profits will arise in the future while making use of the temporary difference which gives rise to the deferred tax receivable.

Deferred income tax is recognized for the temporary differences arising from investments in subsidiaries and affiliates, excluding those cases where de-recognition of temporary differences is controlled by the Group and temporary differences are not expected to be derecognized in the foreseeable future.

Most changes in deferred tax receivables or liabilities are recognised as tax expenses in the Income Statement. Only changes in assets or liabilities affecting temporary differences (e.g. asset revaluations) which are recognized directly against the Group's shareholders' funds do result in changes in deferred tax receivables or liabilities being charged against the relevant revaluation reserve.

#### C.15. Personnel Benefits (I.A.S. 19)

Short-term benefits:

Short-term benefits to personnel (excluding termination benefits) in money and in kind are recognized as an expense when deemed payable. Portions of the benefit yet unpaid are classified as a liability, whereas if the amount already paid exceeds the benefit then the company recognizes the excess amount as an asset (prepaid expenses) only to the extent to which the prepayment will result in a reduction in future payments or to a fund return.

#### Retirement benefits:

Benefits at retirement from service include a defined contribution plan as well as a defined benefit plan.

Defined Contribution Plan:



According to the plan, the company's legal liability is limited to the amount agreed for contribution to the institution (social security fund) managing employer contributions and handing out benefits (pensions, medical plans etc).

The accrued cost of defined contribution plans is classified as an expense in the corresponding financial reporting period.

#### Defined Benefit Plan:

The Company has legal liability for personnel benefits due to lay-offs ahead of retirement date or benefits upon retirement from service, in accordance with pertinent legislation.

The Projected Unit Credit Method is used to calculate the present value of defined benefit obligations, the related current cost of services and the cost of services rendered which is the accrued services method, according to which benefits are paid at the financial periods in which the retirement benefit liability is founded. Liabilities arise while employees provide services qualifying for retirement benefits.

The Projected Unit Credit Method therefore requires that benefits are paid in both the current reporting period (to calculate the current cost of services) and in the current and past reporting periods (to calculate the present value of defined benefit obligations).

Despite the fact that remaining in service with the Company is a prerequisite for receiving benefits (ie benefits cannot be taken for granted by employees), liabilities are calculated using actuarial methods as follows:

Demographic Assumptions: Personnel Turnover (Staff Resignations / Staff Lay-offs), and

Financial Assumptions: discount rate, future salary levels (calculated using government bond yield of equal maturities) and estimated future changes in state benefits affecting payable benefits.

#### C.16. Revenue Recognition (I.A.S. 18)

Revenues include the fair value of works, sales of goods and services, net of VAT, discounts and returns. IntraGroup revenues are completely eliminated. Recognition of revenues is done as follows:

#### Construction Contracts:

Revenues from projects towards signed contracts are entered in the reporting period in which the works were carried out, based on their stage of completion

#### Sale of Goods:

Sale of goods are recognized when the Group makes actual delivery of the goods to their buyers who in turn formally accept them, rendering their price secure for receipt.

#### Provision of services:

Revenues from provision of services are entered in the reporting period in which the services were rendered, according to the stage of completion of the services.

## C.17. Leases (I.A.S. 17)

Financial leases are all leases on fixed assets which transfer onto the Group all risks and benefits in relation to those assets' ownership, irrespective of the eventual transfer of ownership of the assets. These leases are capitalized at the start of the lease using the lowest price between the fair value of the fixed asset and the present value of the minimum lease. All leases comprise a liability and a financial expense, securing a fixed interest rate for the balance of the financial liability. Liabilities arising from leases, net of financial expenses, are entered as liabilities in the balance sheet. The portion of financial expenses arising from financial leases is recognized in the Income Statement throughout the term of the lease. Fixed assets acquired via financial leases are depreciated over the lowest term between their useful life and their lease term.

Lease agreements in which the lessee transfers the right of usage of an asset for a fixed time period but not the risks and rewards of the asset's ownership, are classified as operating leases. Payments for operating leases (net of any discounts offered by the lessor) are recognized in the Income Statement proportionately over the term of the lease.



Fixed assets leased as lessor through operating leases are included as tangible assets in the balance sheet and depreciated over their expected useful lives using the same procedure as other fully-owned tangibles. Proceeds from leases (net of any discounts offered to the lessee) are recognized on a straight-line basis over the lease term. The Group does not lease fixed assets using the financial lease method.

### C.18. Construction Contracts (I.A.S. 11)

Construction contracts refer to the construction of assets or a group of related assets on behalf of clients according to terms laid out in relevant contract agreements, their construction usually spanning more than one reporting period.

Expenses arising from the contract are recognized at the time they are incurred.

If the profitability of a construction contract cannot be reliably estimated, and especially when the project is at an early stage of completion, revenues are recognized to the extent that construction costs may be recovered, and construction costs must be recognized in the income statement of the reporting period in which they came about. Therefore, the level of revenues recognized from those construction contracts must be set accordingly to yield zero profitability for the project.

If the profitability of a construction contract may be reliably estimated, revenues and expenses arising from that contract are recognized during the term of the contract as revenue and expense, respectively. The Group uses the percentage of completion method to set the revenue and expense to be recognized over each reporting period. The stage of completion is calculated on the basis of the construction cost realized until reporting date in relation to the total estimated cost of each project.

If total costs from a construction contract are likely to exceed the relevant total revenues, the expected loss is recognised immediately in the income statement as an expense item.

In calculating the cost realised during a reporting period, expenses linked to future works arising from a construction contract are excluded and entered in the accounts as work-in-progress. Total realised costs and profit / loss recognised on each contract are compared to the invoiced works till the end of the reporting period.

If realised expenses, plus net realised profit and less any realised losses, exceed the invoiced works then the difference is entered as a receivable from clients (Construction Contracts). If invoiced works exceed realised expenses, plus net realised profits and less realised losses, the balance is entered as a liability to contract clients.

### Contract Grouping:

The initial contract for a project, along with any additional works and extensions to the contract, are treated as a single project because new contracts for additions and extensions pertain to works on the same project and their value is related to the value of the initial contract.

A group of projects is treated as a single project if their negotiation is done jointly or the relevant contracts are linked with each other and constitute parts of a broader project with a total profit margin, or each contract is carried out simultaneously or in a certain order.

Project Revenues: Revenues from projects include the following:

- Initial contract value, plus any revisions of the initial contract, extensions and additions
- Claims
- Incentive payments, e.g. for early delivery

Claims and incentive payments are taken into account to the extent that they may be realised with a strong likelihood and be accurately defined and calculated.

Project Cost: The cost of projects includes the following:

- Costs directly related to a project
- Costs attributed to a particular project and can be allocated to the same project
- Other costs billed to a specific client, according to the terms of the contract



The second case includes all general construction expenses. Those expenses are regularly allocated using reasonable and consistent methodologies and allocation practices, across all similar expense items.

General Construction Expenses include costs such as clerical work on staff payroll, and financial expenses related to the projects.

Expenses not allocated or classified to a specific project include sale expenses, R&D expenses, general administrative expenses and depreciation of idle equipment, which are not employed in that project.

### C.19. Debt and receivables (I.A.S. 23)

Debt and receivables include non-derivative financial assets with fixed or otherwise predefined payments, which are not traded on active markets. They exclude

- a) receivables from prepayments on goods or services,
- b) receivables related to legislation-induced transactions in taxes,
- c) any other items not provided for by contracts offering the Company the right to receive payment of cash or other financial assets.

Debt and receivables are included in current assets, with the exception of those expiring over 12 months after reporting date which are entered as non-current assets.

On every Balance Sheet date, the Group evaluates the existence of objective indications of impairment of its financial assets.

Dent and receivables are recognized at their non-depreciated cost using the real interest rate method. Losses are directly and fully charged against the reporting period's income statement.

Each receivable item of substantial value is evaluated individually for impairment, whereas lower-valued items may be jointly evaluated. When jointly evaluated, lower-valued receivables should be grouped according to their credit risk rating (i.e. the items should be classified according to their risk profile).

Should the value impairment loss be eliminated according to some objective indications in subsequent reporting periods, it should be derecognized and immediately charged in the income statement. The value of derecognition should not result in a non-depreciated cost which is in excess of the value of the receivable at the date of derecognition, provided there was no impairment loss.

### C.20. Borrowing Cost (I.A.S. 23)

Borrowing cost refers to interest charged on debt, as well as other expenses incurred by the company in securing that debt.

Included in borrowing costs are:

- Interest expenses on short-term and long-term bank loans, as well as overdraft interest charges
- Amortisation of par discount arising from bond loan issues
- Amortisation of additional expenses incurred in securing a loan
- Financial expenses from financial leases, as defined in I.A.S. 17
- Foreign exchange adjustments, to the extent that they constitute a financial expense

Borrowing costs are treated according to the basic method of charging any relevant expenses into the income statement of the reporting period in which they are incurred. This method is employed in all forms of debt.

### C.21. Segment reporting (I.A.S. 14)

Business segments are groups of asset items and activities producing products and services which are subject to different risks and returns of the assets and activities of other business segments. Geographic segments are the areas in which the offered products and services differ to those offered in other areas in terms of the risks and return they are subject to.

Every contract being filled by the Group is unique in terms of technical specifications, differentiating it to a small or large extent from other contracts. The projects carried out by the company mainly differ from each other in terms of the intended use by the end-client, nevertheless without differentiating themselves in terms of business risk and return. The Group provides business segment report.



### C.22. Related Party Disclosures (I.A.S. 24)

Related party disclosures are governed by I.A.S. 24 and refer to transactions between a company reporting its financial statements and other related parties. Its application is compulsory for reporting periods starting after 1/1/2005. The main issue is the economic substance of transactions, as opposed to their legal form.

A company is considered a related party to a reporting company if:

- a) It is directly or indirectly via intermediaries in control, or controlled by or under joint control of the reporting company
- b) It controls an equity stake in the reporting company which grants substantial control, or joint control of the reporting company
- c) It is an associate, as defined in IAS 28
- d) It is a joint venture, as defined in IAS 31
- e) It is a key member of the top management team (Board of Directors) of the reporting company or its parent firm
- f) It is closely related family-wise to any person matching the first and fourth case noted above
- g) It is a company controlled (or under joint control or under substantial influence) by a person matching the fourth and fifth case noted above
- h) It is has an employee defined benefit plan in place, where those eligible for receiving the benefits are either the reporting company or the employees of the reporting company

Related party transaction is any transfer of resources, services or liabilities between related parties, irrespective of the payment of a price in return.

### D. RISK MANAGEMENT

The operation of the J&P-AVAX Group of companies and the broader business environment present a number of risks which need be dealt with by the Company's management, weighing with realism the relevant cost against the likely impact of those risks.

### **D.1 Financial Risk**

The Group's operations require working capital and performance bonds by banks to guarantee our participation in tenders for projects and subsequently our performance in those projects. The interest rate levied on the Company's bank debt is largely dependent on the European Central Bank's interest rate policy, while the fees charged for issuing the performance bonds are generally considered low due to the Company's large volume of banking business, its excellent creditworthiness and intense competition within the banking sector.

The Company's Finance Department works closely with local and international financial institutions to plan our debt requirements and the volume of performance bonds needed to support projects in progress or in tender process with the lowest possible financial cost.

The Group continuously monitors its needs for derivative interest rate hedging instruments. All short-term debt is taken with variable interest rates while bond loans carry an option to convert their rate into fixed.

### D.2 Foreign Exchange Risk

The Group's international business is on an uptrend, hence it is exposed to growing currency risk. The conversion of the Cypriot Pound into euro eliminated the Group's currency risk for that cross-rate given its large work-in-hand in Cyprus.

In Europe, the Group is active in Poland where it bills and receives cash in euro (the projects being funded by the European Union) and about 60% of its expenses are charged and paid in euro. To hedge its risk in expenses denominated in PLN, the Company maintains low levels of debt in PLN as working capital, the bulk of debt being denominated in euro. In Romania the Group is active through its subsidiary ATHENA SA for construction works, and through J&P Development for real estate projects.



Real estate property is valued and transactions are done using euro, hence the Group faces no currency risk.

### D.3 Input Risk

Several of the raw materials used by the Group are internationally-priced commodities, such as cement, metal grids and fuel. Price volatility in those input materials is eased to some extent as a result of particularities in their supply in Greece, while the Group also purchases raw materials and other inputs centrally to take advantage of economies of scale in quoted prices by suppliers.

### D.4 Liquidity Risk

The likelihood of failure to meet its obligations against its clients presents a risk to the Group because this eventuality could challenge the Financial Division's planning for cash liquidity.

Despite the substantial diversification of projects to a large number of clients, both in Greece and abroad, the Group's revenues largely source from the Greek State, other public-sector entities and international state organizations enjoying financial backing by the European Union. In this light, the risk of failure to collect receivables on signed contracts is considered very low, despite occasional delays in collecting payments from even the most reliable clients, such as the Greek State. The Group faces increased credit risk on private projects, which are on the rise relative to the overall level of business. The Group makes a provision on contingent liabilities relating to private projects. The credit risk is monitored by a computer application which analyses the aging breakdown of the receivables. The Group also maintains high credit lines with the banking system to cope with liquidity issues which might arise.

### E. NEW STANDARDS, INTERPRETATIONS AND AMENDMENTS TO PUBLISHED STANDARDS

IASB and IFRIC have published a series of new financial reporting standards and interpretations which are mandatory for financial periods beginning on or after 01.01.2007. The estimation of the Group's and the Company's management regarding the impact of those new standards and interpretations is as follows:

### **IFRS 8 – Operating Segments**

(effective for financial years beginning on or after 01.01.2009)

IFRS 8 replaces IAS 14 (Segment Reporting). The information reported will be the same as that used internally by management for evaluating the performance of operating segments and allocating resources to those segments. The Group and the Company are in the process of evaluating the effect of IFRS 8 on its financial statements. The EU has not as yet endorsed IFRS 8. The adoption of IFRS 8 by the Group has not affected the identified operating activity compared to the recent annual financial statements.

# IFRS 3 - "Business Combinations" (Revised) and IAS 27, "Consolidated and Separate Financial Statements" (Amended)

(effective for annual periods beginning on or after 1 July 2009.)

A revised version of IFRS 3 Business Combinations and an amended version of IAS 27 Consolidated and Separate Financial Statements were issued by IASB on January 10, 2008. The revised IFRS 3 introduces a number of changes in the accounting for business combinations which will impact the amount of goodwill recognised, the reported results in the period that an acquisition occurs, and future reported results. Such changes include the expensing of acquisition-related costs and recognising subsequent changes in fair value of contingent consideration in the profit or loss (rather than by adjusting goodwill).

The amended IAS 27 requires that a change in ownership interest of a subsidiary is accounted for as an equity transaction. Therefore such a change will have no impact on goodwill, nor will it give raise to a gain or loss. Furthermore the amended standard changes the accounting for losses incurred by the subsidiary as well as the loss of control of a subsidiary. The changes introduced by IFRS 3 (Revised) and IAS 27 (Amendment) must be applied prospectively and will affect future acquisitions and transactions with minority interests. The revised IFRS 3 and amendments to IAS 27 have not yet been endorsed by the EU.



# **IAS 1**, "**Presentation of Financial Statements**" (Revised) (effective for annual periods beginning on or after 1 January 2009.)

IAS 1 has been revised to enhance the usefulness of information presented in the financial statements. Of the main revisions are the requirement that the statement of changes in equity includes only transactions with shareholders; the introduction of a new statement of comprehensive income that combines all items of income and expense recognised in profit or loss together with "other comprehensive income"; and the requirement to present restatements of financial statements or retrospective application of a new accounting policy as at the beginning of the earliest comparative period, i.e. a third column on the balance sheet. The Group will make the necessary changes to the presentation of its financial statements in 2009. The Group made the necessary changes to the presentation of its current financial statements and elected to present the comprehensive income in a separate statement.

### IAS 32 and IAS 1 - "Puttable Financial Instruments" (Amended)

Those amendments do not apply to the financial statements.

# IAS 39 - "Financial Instruments: Recognition and Measurement" and IFRS 7 - "Financial Instruments: Disclosures; Reclassification of Financial Assets" Those amendments do not apply to the financial statements.

### IAS 23 - "Borrowing Costs" (Revised)

(effective for annual periods beginning on or after 1 January 2009.)

The benchmark treatment in the existing standard of expensing all borrowing costs to the income statement is eliminated in the case of qualifying assets. All borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset must be capitalised. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale. The Group/Company has already the allowed alternative treatment of IAS 23 and allocates borrowing costs in the accounts that satisfied the prerequisites and it is not expected that this amendment will affect the financial statements.

### IFRIC 11 – Group and Treasury Share Transactions

(effective for financial years beginning on or after 01.03.2007)

IFRIC 11 provides instructions about whether the allowance agreements that are dependent on the price of shares, should be recognised in the financial statements as cash payments or as payments with participation titles. This is a significant distinction as major differences arise in the accounting treatments. For example, cash payments are recognized at the fair value in each balance sheet date. On the contrary, in case of payment with participation titles the fair value is valuated at the date of the allowance and is recognized in the period where the service was rendered.

### IFRIC 12 – Service Concession Arrangements

(effective for financial years beginning on or after 01.01.2008)

IFRIC 12 outlines the approach of entities providing public services through concession agreements to the application of existing IFRSs in accounting for the obligations and rights assumed through those concession agreements. According to IFRIC 12, those entities should not account for the infrastructure as property, plant and equipment, but should recognise a financial asset and / or an intangible asset. The Group and the Company are in the process of evaluating the effect of IFRIC 12 on its future financial statements.

### IFRIC 15, "Agreements for the Construction of Real Estate"

(effective for financial years beginning on or after 1 January 2009)

### IFRIC 15 provides guidance on two issues:

- If the building construction agreements concern the scope of IAS 11 or IAS 18

- When the income from the building construction should be recognized. This IFRIC is applied during the accounting recognition of income, as well as the related expenses, in the books of the Company that has undertaken the construction agreement, whether the construction is completed directly by the Company or through subcontractors. The contracts in the scope of IFRIC 15 are the building construction



agreements. Furthermore, these agreements may include the deliverance of goods or services. IFRIC 15 is applied for the Group on 2009.

**IFRIC 16**, "Hedges of a Net Investment in a foreign operation" (effective for financial years beginning on or after 1 October 2008)

IFRIC 16 clarifies three main issues, namely:

- A presentation currency does not create an exposure to which an entity may apply hedge accounting. Consequently, a parent entity may designate as a hedged risk only the foreign exchange differences arising from a difference between its own functional currency and that of its foreign operation.

- Hedging instrument(s) may be held by any entity or entities within the group.

- While IAS 39, 'Financial Instruments: Recognition and Measurement', must be applied to determine the amount that needs to be reclassified to profit or loss from the foreign currency translation reserve in respect of the hedging instrument, IAS 21 'The Effects of Changes in Foreign Exchange Rates' must be applied in respect of the hedged item.

**IFRIC 17**, "**Distributions of Non-cash Assets to Owners**" (effective for annual periods beginning on or after 1 July, 2009.)

IFRIC 17 clarifies the following issues, namely:

- a dividend payable should be recognised when the dividend is appropriately authorised and is no longer at the discretion of the entity;

- an entity should measure the dividend payable at the fair value of the net assets to be distributed;

- an entity should recognise the difference between the dividend paid and the carrying amount of the net assets distributed in profit or loss; and

- an entity to provide additional disclosures if the net assets being held for distribution to owners meet the definition of a discontinued operation.

IFRIC 17 applies to pro rata distributions of non-cash assets except for common control transactions.

## 1. Segment Reporting

### (a) Primary reporting format - business segments

The Group is active in 3 main business segments:

- Construction
- Concessions

- Other activities (Real estate development and other activities)

The figures per business segments for the period ended 30 June 2009 are as follows:

	Construction	Concessions	Real Estate and other activities	Total
Total gross sales per segment	450.008.448	-	12.682.032	462.690.480
Inter-segment sales	(2.615.727)		(342.569)	(2.958.296)
Net Sales	447.392.721	-	12.339.463	459.732.184
Operating Results	37.279.008	-	2.026.592	39.305.600
Other net operating income/(expenses) Administrative expenses / Selling &	2.295.510	-	519.721	2.815.231
Marketing expenses Income/(Losses) from Investments in	(12.160.311)	(5.847.437)	(2.874.803)	(20.882.551)
Associates	(581.982)	16.964.951	(349.591)	16.033.378
Profit from operations	26.832.225	11.117.514	(678.080)	37.271.659
Net financial income / (loss)			-	(12.100.459)
Profit before tax				25.171.200
Тах			_	(5.004.924)
Profit after tax			=	20.166.276
Depreciation	11.298.040	44.360	510.064	11.852.465

The figures per business segments for the period ended 30 June 2008 are as follows:

	Construction	Concessions	Real Estate and other activities	Total
Total gross sales per segment Inter-segment sales	415.595.542 (2.371.954)		20.030.651 (1.097.313)	435.626.192 (3.469.267)
Net Sales	413.223.588	-	18.933.337	432.156.926
Operating Results	33.387.185	-	280.698	33.667.883
Other net operating income/(expenses) Administrative expenses / Selling &	989.282	-	1.488.768	2.478.050
Marketing expenses Income/(Losses) from Investments in	(12.262.914)	(6.516.102)	(2.284.594)	(21.063.610)
Associates	(28.184)	17.735.379	(285.185)	17.422.009
Profit from operations	22.085.368	11.219.277	(800.313)	32.504.332
Net financial income / (loss)				(10.279.307)
Profit before tax				22.225.025
Тах				(5.186.102)
Profit after tax			=	17.038.923
Depreciation	9.082.295	54.345	1.008.432	10.145.071

### (b) Secondary reporting format - Geographical segments

The group is active in 2 main Geographical segments

- Greece
- International Markets

The figures per segment for the period ended 30 June 2009 are as follows:

The lightes per segment for the period chack so such 2005 are as follows.		International	
	Greece	Markets	Total
Total gross sales per segment	268.123.147	194.567.333	462.690.480
Inter-segment sales	(2.958.296)	-	(2.958.296)
Net Sales	265.164.851	194.567.333	459.732.184
Operating Results	30.462.988	8.842.612	39.305.600
Other net operating income/(expenses) Administrative expenses / Selling & Marketing	785.822	2.029.409	2.815.231
expenses	(18.847.232)	(2.035.318)	(20.882.551)
Income/(Losses) from Investments in Associates	16.605.312	(571.934)	16.033.378
Profit from operations	29.006.890	8.264.769	37.271.659
Net financial income / (loss)	(10.201.830)	(1.898.629)	(12.100.459)
Profit before tax	18.805.060	6.366.140	25.171.200
Tax	(4.218.917)	(786.007)	(5.004.924)
Profit after tax	14.586.143	5.580.133	20.166.276
Depreciation	6.149.660	5.702.805	11.852.465

The figures per segment for the period ended 30 June 2008 are as follows:

The figures per segment for the period ended 50 June 2000 are as follows.			
		International	
	Greece	Markets	Total
Total gross sales per segment	254.941.466	180.684.727	435.626.193
Inter-segment sales	(3.469.267)	-	(3.469.267)
Net Sales	251.472.199	180.684.727	432.156.926
Operating Results	18.677.584	14.990.299	33.667.883
Other net operating income/(expenses) Administrative expenses / Selling & Marketing	(82.512)	2.560.562	2.478.050
expenses	(19.371.659)	(1.691.952)	(21.063.610)
Income/(Losses) from Investments in Associates	17.410.075	11.934	17.422.009
Profit from operations	16.633.489	15.870.843	32.504.332
Net financial income / (loss)	(9.733.630)	(545.676)	(10.279.307)
Profit before tax	6.899.858	15.325.167	22.225.025
Tax	(4.780.286)	(405.816)	(5.186.102)
Profit after tax	2.119.572	14.919.351	17.038.923
Depreciation	6.153.999	3.991.072	10.145.071

## 2. Property plant and equipment

### GROUP

GROUP			Machinery &		Furniture &	Assets under	Total Tangible
Cost	Land	Buildings	Equipment	Vehicles	Fittings	construction	Assets
Balance 31.12.2008	29.063.214	51.546.053	124.330.550	60.922.699	9.955.142	3.414.344	279.232.001
Transfers	-	-	121.485	(121.485)	-	-	-
Acquisitions during 1.1-30.06.2009	15.500	348.634	11.595.134	3.706.010	578.454	464.710	16.708.442
Foreign exchange difference	-	(221)	50.682	554.482	10.320	-	615.263
Disposals during 1.1-30.06.2009		69.943	700.562	1.107.939	303.948	1.437.359	3.619.751
Balance 30.06.2009	29.078.714	51.824.523	135.397.289	63.953.767	10.239.968	2.441.695	292.935.955
Accumulated Depreciation							
Balance 31.12.2008	-	7.673.506	50.863.376	24.440.054	6.897.499	0	89.874.436
Depreciation during 1.1-30.06.2009	-	988.197	6.826.931	3.387.683	507.077	-	11.709.888
Foreign exchange difference	-	20	83.997	596.788	(3.047)	-	677.758
Disposals during 1.1-30.06.2009		46.095	413.384	933.928	192.173		1.585.580
Balance 30.06.2009	-	8.615.628	57.360.920	27.490.597	7.209.356	0	100.676.502
<u>Net Book Value</u>							
Balance 30.06.2009	<u>29.078.714</u>	43.208.894	78.036.369	36.463.170	3.030.612	2.441.695	192.259.454
Balance 31.12.2008	29.063.214	43.872.546	73.467.174	36.482.645	3.057.643	3.414.344	189.357.566

#### Furniture & Assets under **Total Tangible** Machinery & Equipment Vehicles <u>Cost</u> Land Buildings Fittings construction Assets 26.203.582 0 Balance 31.12.2008 13.011.352 65.136.641 22.433.828 4.364.891 131.150.294 Acquisitions during 1.1-30.06.2009 113.305 5.860.103 81.768 153.906 64.683 6.273.765 Foreign exchange difference (74.167)(152) 4.786 (69.533) --10.873 166.274 Disposals during 1.1-30.06.2009 9.417 145.984 ---13.011.352 26.316.887 64.683 Balance 30.06.2009 70.911.704 22.506.027 4.377.599 137.188.252 **Accumulated Depreciation** 8.290.635 2.826.049 Balance 31.12.2008 2.564.583 24.075.908 37.757.175 Depreciation during 1.1-30.06.2009 417.702 3.613.707 1.529.710 221.650 5.782.769 Foreign exchange difference 334 (350) 2.791 --Disposals during 1.1-30.06.2009 7.238 9.004 145.674 161.916 --2.982.285 Balance 30.06.2009 27.682.711 9.810.991 2.904.816 43.380.803 --Net Book Value 13.011.352 23.334.601 43.228.993 12.695.036 1.472.783 93.807.449 Balance 30.06.2009 64.683

41.060.733

14.143.193

1.538.842

0

13.011.352

23.638.998

COMPANY

Balance 31.12.2008

2.775

93.393.119

### 3. Investment Property

	GROUP			COMPANY		
	Land	Building	Total	Land	Building	Total
Cost						
Balance 31.12.2008	22.521.747	548.672	23.070.419	888.399	254.451	1.142.850
Acquitition during 1.1-30.06.2009	220.985	-	220.985	-	-	-
Appropriations	-	-	-	-	-	-
Foreign exchange difference	-	-	-	-	-	-
Disposals during 1.1-30.06.2009						
Balance 30.06.2009	22.742.732	548.672	23.291.404	888.399	254.451	1.142.850
Accumulated Depreciation						
Balance 31.12.2008	-	-	-	-	-	-
Depreciation during 1.1-30.06.2009	-	-	-	-	-	-
Appropriations	-	-	-	-	-	-
Transfers	-	-	-	-	-	-
Disposals during 1.1-30.06.2009						
Balance 30.06.2009	-	-	-	-	-	-
<u>Net Book Value</u>						
Balance 30.06.2009	<u>22.742.732</u>	<u>548.672</u>	<u>23.291.404</u>	<u>888.399</u>	<u>254.451</u>	<u>1.142.850</u>
Balance 31.12.2008	<u>22.521.747</u>	<u>548.672</u>	<u>23.070.419</u>	888.399	254.451	<u>    1.142.850</u>

### 4. Goodwill

GROUP	Initial Goodwill	Impairment of Goodwill	Total Goodwill	
Balance at 01/01/08	45.738.161		45.738.161	
Additions 01/01 - 31/12/08	10.700.101		10.700.101	
Acquitition of SY.PRO. (note. 5c)	152.551	-	152.551	
Impairment	<u>-</u>	-	-	
Depreciation	-	-	-	
Foreign exchange difference				
Balance at 31/12/08	45.890.712	<u> </u>	45.890.712	
Additions 01/01 - 30/06/09				
Impairment	<u>-</u>	-	-	
Depreciation	-	-	-	
Foreign exchange difference				
Balance at 30/06/09	45.890.712	-	45.890.712	

### 5a. Acquitition of ATHENA S.A

On 12/06/2007 the Group proceeded in a strategic acquisition of the construction Group of ATHENA SA, with original acquisition of 50,6% of its total stock and voting rights. J&P-AVAX SA launched on 21/06/2007 a Mandatory Public Tender pursuant to Law 3461/2006. According to the Public Tender, J&P-AVAX SA commits to purchasing all shares of ATHENA SA which were not under its control. On 30/06/2009 J&P AVAX S.A. owns the 80,54% of the shares.

With reporting date of 30/06/2008, final fair values were calculated using the finalization right of the above figures within the 12month period, based on the relevant reporting stantards, a period ended in 30/06/2008.

The Fair Value Assessment process of the Identifiable Assets, Liabilities and Contingent Liabilities of the Acquired Group resulted in adjustments in the temporary values, given that the fair values had not been assessed on Acquisition Date. Therefore, the Goodwill book entry is also adjusted retrospectively since Acquisition Date by an equal amount to the adjustment to the Fair Value of the Identifiable Assets, Liabilities and Contingent Liabilities, as follows:

### Share Aquitition of ATHENA S.A. and Goodwill Assesment

Acquitition Date	Percentage of Acquisition in the period (%)	Acquisition of Shares in the period - cash	Acquisition Expenses in the period	Cost of Acquisition in the period	Proportion of Net Fair value acquired	Percentage of Deferred Tax Asset	Goodwill for the period
12/6/2007	50,60%	41.609.379	273.841	41.883.220	14.658.330	1.202.174	26.366.170
30/6/2007	11,05%	9.082.307	33.318	9.115.624	2.763.363	718.354	5.708.911
30/9/2007	14,42%	11.751.870	55.131	11.807.002	3.506.469	937.435	7.468.310
31/12/2007	4,47%	3.647.908	43.208	3.691.115	1.010.446	245.524	2.469.640
Total	80,54%	66.091.464	405.497	66.496.961	21.938.608	3.103.488	42.013.031

# **5b.** Valuation of the acquired Group of ATHENA SA in fair values during the 1st and 2nd consolidation with J&P-AVAX SA Group (after the control acquisition)

Assets	Consolidated ATHENA SA 30/06/2007	Adjustment to Fair Values	Fair Value of Consolidated Accounts of ATHENA SA 30/06/20007
Fixed Assets	41.455.699	672.503	42.128.202
Participations in associates	4.733.090	(2.649.589)	2.083.501
Financial assets available for sale	26.549.001	(2.049.309)	26.549.001
Investment property	3.859.823	0	3.859.823
Other long-term receivables	679.781	0	679.781
Inventories	9.642.612	0	9.642.612
Trade accounts receivables (Domestic-Internat.)	138.802.674	(60.148.619)	78.654.054
Deferred tax asset	0	0	0
Cash and cash equivalents	7.660.119	0	7.660.119
Long-term debt	(22.228.633)	0	(22.228.633)
Deferred tax liabilities	(8.137.538)	0	(8.137.538)
Other long-term liabilities	(2.032.190)	(516.759)	(2.548.948)
Total Assets and Long-term Liabilities (A)	200.984.438	(62.642.464)	138.341.974
Suppliers and other payables	(51.484.996)	(2.527.205)	(54.012.201)
Short-term Debt	(28.572.284)	(1.965.950)	(30.538.234)
Other short-term liabilities	(29.595.843)	(2.037.576)	(31.633.419)
Total Short-term liabilities (B)	(109.653.123)	(6.530.731)	(116.183.854)
(A)+ (B)	91.331.314	(69.173.195)	22.158.119
Deferred tax asset		8.671.869	8.671.869
Net Fair Value	<u>91.331.314</u>	<u>(60.501.326)</u>	<u>30.829.988</u>
			38,35%
Minority interest right from ATHENA SA acquitition over the fair value			<u>11.823.301</u>

### 5c. Acquisition of SY-PRO S.A.

On June 3rd, 2008 Group has completed the acquisition process of an additional 10% of SY-PRO S.A. (company which is not listed in Athens Stock Exchange Market) and therefore Group has increased its participation to 55,135%. SY-PRO is aiming to industrial production and trading of different types of rail sleepers and concrete. Group is exercising the right provided by IFRS 3 to finalise Fair Value Assessment and calculate goodwill within a 12-month period after the acquisition date. The total consideration of 10% was agreed at  $\in$  400.000.

Group subsidiaries ATHENA S.A. and PROET S.A. possess 25% each one of SY-PRO S.A. since its establishment. Therefore Goodwill is estimated only on the acquisition of the additional 10%.

The percentage of acquisition at financial statements date for the Group (30/6/2008), the cost of acquisition, the fair value of acquired assets and liabilities, as well as the resulting goodwill from the acquisition of SY-PRO S.A., are as follows:

Company	Acquisition Date	Percentage of Acquisition in the period (%)	Acquisition of Shares in the period - cash	Acquisition Expenses in the period	Cost of Acquisition in the period	Proportion of Net Fair value acquired ΣΥ.ΠΡΟ.	Deferred Tax Asset	Goodwill for the period
SYPRO S.A.	3/6/2008	10%	400.000	(	400.000	245.736	1.713	152.551

On June 30th 2009, according to the right of finalization of fair values within 12 months (revised IFRS 3), there has been a final fair values calculation which is as follows:

### Valuation of SYPRO S.A. in Fair Values during consolidation with J&P AVAX SA Group

	SYPRO S.A. 30/06/2008	Adjustment to Fair Values	Revised Fair Value of Acquisition in Consolidated Accounts 30/06/2008	Fair Value of Acquisition in Consolidated Accounts 30/06/2009
Fixed Assets	151.288		151.288	121.691
Inventories	2.102.550		2.102.550	1.248.931
Trade accounts receivables (Domestic-Internat.)	2.632.145	(35.169)	2.596.976	1.549.859
Cash and cash equivalents	411.717		411.717	1.790.977
Long-term debt		(33.353)	(33.353)	(33.353)
Total Assets and Long-term Liabilities (A)	5.297.700	(68.522)	5.229.178	4.678.106
Short-term Debt	(2.771.817)		(2.771.817)	(918.857)
Total Short-term liabilities (B)	(2.771.817)	-	(2.771.817)	(918.857)
(A)+ (B) Deferred tax asset	2.525.883	(68.522) 17.131	2.457.361 17.131	3.759.250 <u>17.131</u>
Net Fair Value	<u>2.525.883</u>	(51.391)	2.474.492	3.776.381

## 6. Intengible Assets

### GROUP

Cost	Software
Balance 31.12.2008	2.138.316
Acquisitions during the 1.1-30.06.2009 period	204.944
Foreign exchange difference	(340)
Disposals during 1.1-30.06.2009	22.840
Balance 30.06.2009	2.320.080

# Accumulated Depreciation

Balance 30.06.2009	1.626.386
Disposals during 1.1-30.06.2009	16.510
Foreign exchange difference	(237)
Amortisation for the period 1.1-30.06. 2009	142.577
Balance 31.12.2008	1.500.556

### Net Book Value

Balance 30.06.2009	693.694
Balance 31.12.2008	637.760

### COMPANY

Cost	Software			
Balance 31.12.2008 Acquisitions during the 1.1-30.06.2009 period	1.725.265 109.052			
Foreign exchange difference	(844)			
Disposals during 1.1-30.06.2009	14.772			
Balance 30.06.2009	1.818.701			

Balance 30.06.2009	1.349.341
Disposals during 1.1-30.06.2009	8.442
Foreign exchange difference	(766)
Amortisation for the period 1.1-30.06. 2009	91.129
Balance 31.12.2008	1.267.420

### Net Book Value

Balance 30.06.2009	469.360
Balance 31.12.2008	457.845

#### 7a. Available-for Sale Financial Assets

J&P AVAX participates to various concession companies, which accounts them depending on the intentions or the potentiality of the Group and each company of the Group seperately in relation to: a) the holding of the investment as it participates to the business plans of the Group (sales, synergies, profitability), and hence its treatement as long-term investment, b) the incorporation of the investment to the Group's investment portfolio as part of its strategic planning. These investments are treated as available-for-sale financial assets. This recognition is conducted at the initial recognition date of the investment, and each subsequent balance sheet date.

The management of the Group, with reporting date of 31/12/08, after it took into consideration the Group's strategy, the international Economic Environment, the market risks, the interests rate changes, the financing terms and cost of capital changes, and mainly the substantial increase of the Group's capital needs based on its investment program, participations in which are reported below, are reclassified as available-for-sale and therefore will be measured (at financial statements of company level) at fair value according to IAS 39. The difference between cost and fair value will be recognized directly to Equity, through the statement of other comprehensive income, except from impairment loss and exchange profit/loss (through P&L), until the financial asset is written off, and then the cumulative profit/loss which has been recognized to Equity will be transfered to P&L.

The dividends of the available-for-sale participating interests are recognized to P&L when the claim of the Group to receive payment is assured.

When a reduction of the fair value of an available-for-sale financial asset has been recognized directly to Equity and there is material proof that the financial asset has been impaired, the cumulative loss recognized directly to Equity will be removed from Equity and it will be transfered to P&L even though the financial asset has not been written-off. These impairment losses recognized to P&L and regard available-for-sale participating interests, will not be reversed through P&L.

At the consolidated level of the financial statements, the participations with relation of subsidiary or participating interest are accounted based on IAS 27 (full method consolidation) and IAS 28 (equity method) correspondingly, whereas the participations in other particiting interests (<20%) are accounted based on IAS 39.

The available-for-sale financial assets regard the following investments:

1. Company	Participation in Investments (%)	Available-for-Sale Financial Assets (%)			
ELIX		20,33%			
Rio - Antirrio (Gefyra SA)		12,14%			
Athens Ring Road		21,00%			
Athinaikoi Stathmoi		20,00%			
Attica Diodia		21,01%			
Polis Park		20,00%			
Salonika Park		21,43%			
OLP Park Station SA		15,00%			
Rio - Antirrio (Gefyra Leitourgia SA)		12,75%			
Entertainment & sports parks SA		25,00%			
Smyrni Park		20,00%			
Patra - Corinth (Apion Kleos Parahorisi)		18,00%			
Patra - Corinth (Apion Kleos Leitourgia)		18,00%			
Maliakos - Kleidi (Aegean Motorway) Athens Metropolitan		16,25% 11,67%			
Queen Alia Airport		9,50%			
Metropolitan Centre of Peiraeus SA		19,50%			
Marina Limassol		13,00%			
		15,0070			
2. Group	Participation in Investments (%)	Available-for-Sale Financial Assets (%)			
Salonika Park	42,86%				
ELIX	31,33%				
Marina Limassol	31,00%				
Attica Diodia	30,84%				
Athens Ring Road	30,83%				
Marina Lefkada	26,64%				
Rio - Antirrio (Gefyra Leitourgia SA)	21,55%				
Maliakos - Kleidi (Aegean Motorway)	21,25%				
Patra - Corinth (Apion Kleos Parahorisi)	21,00%				
Patra - Corinth (Apion Kleos Leitourgia)	21,00%				
Rio - Antirrio (Gefyra SA)	20,53%				
Athinaikoi Stathmoi	20,00%				
Smyrni Park	20,00%				
Entertainment & sports parks SA	25,00%				
Polis Park	20,00%				
OLP Park Station SA	45,00%	0 50%			
Queen Alia Airport Marina Zea		9,50%			
		6,26%			
International Commercial Black Sea		0,76%			
Metropolitan Centre of Peiraeus SA		19,50%			
Athens Metropolitan		11,67%			

# 7b. Change of Accounting Policy for the reclassification of investments (except subsidiaries) as available-for-sale financial assets measured at fair values

Based on IAS 39, recognition, classification, and measurement of financial instruments is applied retrospectively from the acquisition date, not from the implementation date of the standard.

According to IAS 8, «Accounting Policies, Changes in Accounting Estimates, and Errors», paragraph 52, retrospectively applying a new Accounting Policy requires distinguishing information that:

a) provide evidence of circumstances that existed on the date(s) as at which the transaction occurred, and

b) would have been available when the financial statements for that prior period were authorized for issue.

For some types of estimates (e.g. for an estimate of Fair Value not based on an observable price or observable inputs), it is impractical to distinguish these types of information.

When the retrospective implementation or the retrospective restatement would require making a significant estimate for which it is impossible to distinguish these two types of information, it is impractical to apply the New Accounting Policy retrospectively.

Following this, the Management considered how to account for each of the two aspects of the accounting change. After taking into consideration the reports of the Independent Real Estate Chartered Surveyors, **it determined that it was not practical to account for the change retrospectively**.

Conclusively, the Management decided that it will apply this policy from the start of 2008, reforming the opening account balances of 2008 and consequently reforming the ending account balances of the comparative year of 2007, and consequently the adaptation of the new policy has no effect in previous years.

The effect on the years following 2007 is: a) to increase the current amount of "Available-for-sale financial assets", at the start of the year at Group level by  $\in$ 9,765,072 (at company level by  $\in$ 303,232,948) and during 2008 at Group level by  $\notin$ 1,662,120 (at company level by  $\in$ 25,466,109), b) to increase the opening "Deferred tax liability" by  $\notin$ 1,953,104 (at company level by  $\notin$ 60,646,590) and during 2008 at

Group level by  $\in$  332,424 (at company level by  $\in$  5,093,221), c) to increase "Revaluation reserve to fair values" by  $\in$  7,540,323 (at company level by  $\in$  242,586,359), and during 2008 at Group level by  $\in$  1,306,732 (at company level by  $\in$  20,372,887), and d) to increase the opening balance of minority interest by  $\in$  271,735 and during 2008 by  $\in$  22,964.

The effects of accounts of the Balance Sheet Statement and the Statement of Changes in Equity, are analyzed below on Tables 1, 2, 3, and 4.

#### Table 1: Accounts of Balance Sheet Statement of J&P AVAX

Group	30/09/08 (restate- ment)	30/09/08	30/06/08 (restate- ment)	30/06/08	31/03/08 (restate- ment)	31/03/08	31/12/07 (restate- ment)	30/12/07
Participating Interest	165.642.461	167.850.057	151.558.508	153.736.236	145.368.290	147.546.018	136.715.876	137.678.204
Available-for-Sale Financial Assets	13.487.282	0	11.942.801	0	11.942.801	0	10.727.401	0
Total Assets	1.309.063.315	1.297.783.629	1.131.877.737	1.122.112.665	1.065.038.983	1.055.273.911	963.803.905	954.038.833
Deferred Tax Liability	21.302.230	19.046.293	21.767.847	19.814.833	18.648.443	16.695.429	21.432.989	19.479.975
Total Liabilities	1.042.032.974	1.039.777.037	870.212.295	868.259.281	799.596.990	797.643.976	706.223.356	704.270.342
Revaluation Reserve to Fair Values	7.540.323	0	7.540.323	0	7.540.323	0	7.540.323	0
Minority Interest	9.411.838	9.140.103	8.713.204	8.441.469	10.184.057	9.912.322	9.294.552	9.022.817
Share Capital & Reserve	265.818.650	258.006.592	261.665.442	253.853.384	265.441.992	257.629.934	257.580.549	249.768.491
Company	30/09/08 (restate- ment)	30/09/08	30/06/08 (restate- ment)	30/06/08	31/03/08 (restate- ment)	31/03/08	31/12/07 (restate- ment)	30/12/07
<b>Company</b> Participating Interest	(restate-	<b>30/09/08</b> 225.246.549	(restate-	<b>30/06/08</b> 215.328.884	(restate-	<b>31/03/08</b> 209.748.156	(restate-	30/12/07 207.157.801
	(restate- ment)		(restate- ment)		(restate- ment)		(restate- ment)	
Participating Interest Available-for-Sale	(restate- ment) 159.923.819	225.246.549	(restate- ment) 157.115.930	215.328.884	(restate- ment) 152.554.981	209.748.156	(restate- ment) 153.132.156	207.157.801
Participating Interest Available-for-Sale Financial Assets	(restate- ment) 159.923.819 381.442.938	225.246.549 0	(restate- ment) 157.115.930 366.520.939	215.328.884	(restate- ment) 152.554.981 362.708.107	209.748.156	(restate- ment) 153.132.156 357.258.593	207.157.801 0
Participating Interest Available-for-Sale Financial Assets Total Assets Deferred Tax	(restate- ment) 159.923.819 381.442.938 1.076.682.457	225.246.549 0 760.562.249	(restate- ment) 157.115.930 366.520.939 984.333.090	215.328.884 0 676.025.105	(restate- ment) 152.554.981 362.708.107 943.124.123	209.748.156 0 637.609.190	(restate- ment) 153.132.156 357.258.593 895.491.237	207.157.801 0 592.258.289
Participating Interest Available-for-Sale Financial Assets Total Assets Deferred Tax Liability	(restate- ment) 159.923.819 381.442.938 1.076.682.457 65.046.836	225.246.549 0 760.562.249 1.822.794	(restate- ment) 157.115.930 366.520.939 984.333.090 63.889.738	215.328.884 0 676.025.105 2.228.141	(restate- ment) 152.554.981 362.708.107 943.124.123 62.581.967	209.748.156 0 637.609.190 1.478.980	(restate- ment) 153.132.156 357.258.593 895.491.237 62.970.165	207.157.801 0 592.258.289 2.323.575

### Table 2: Analysis of the Account "Available-for-Sale Financial Assets"

		Group			<u>Company</u>	
(amounts in €)	30/6/2009	31/12/08	31/12/07	30/6/2009	31/12/08	31/12/07
Opening period balance (01/01/08 restatement)	13.634.788	10.727.401	-	394.068.407	357.258.593	-
<ul><li>Additions</li><li>1. Reclassifications (and measurement at fair values)</li><li>2. Participations/increase of investments</li><li>3. Adjustments to fair values</li></ul>	- - -	- 2.907.387 -	10.727.401 - -	- -	- 36.809.814 -	357.258.593 - -
Reductions 1. Sales/write-offs 2. Adjustment to fair values (impairments through equity) 3. Impairments (through P&L) 4. Other changes	- - -					- - -
Ending period balance (30/06/09 restatement)	13.634.788	13.634.788	10.727.401	394.068.407	394.068.407	357.258.593

### Table 3: Differences between fair values and cost 31/12/08

(amounts in €)	Cost	Fair Value	Revaluation Surplus Credited to Fair Values Revaluation Reserve	Revaluation Surplus Credited to Minority Interest	Deferred Tax Liability
Group					
Participations <20% Ending period balance	2.207.596 <b>2.207.596</b>	13.634.788 13.634.788	<u>11.427.192</u> <b>11.427.192</b>	294.699 <b>294.699</b>	2.285.438 <b>2.285.438</b>
Company					
Participations <20%	20.490.730	145.448.041	124.957.311		24.991.462
Participations from 20% to 50% Participations >50%	44.848.620 -	248.590.365 -	203.741.745		40.748.349 -
Total	<u>65.339.350</u>	<u>394.038.407</u>	<u>328.699.056</u>		<u>65.739.811</u>

### Table 4: Differences between fair values and cost 31/12/07

(amounts in €) <u>Group</u>	Cost	Fair Value	Revaluation Surplus Credited to Fair Values Revaluation Reserve	Revaluation Surplus Credited to Minority Interest	Deferred Tax Liability
Participations <20%	<u>962.328</u>	<u>10.727.401</u>	<u>9.765.072</u>	<u>271.735</u>	<u>1.953.014</u>
Ending period balance	<u>962.328</u>	<b>10.727.401</b>	<u>9.765.072</u>	<b>271.735</b>	<u>1.953.014</u>
Company					
Participations <20%	10.200.193	122.270.246	112.070.054		22.414.011
Participations from 20% to 50%	43.825.452	234.988.348	191.162.896		38.232.579
Participations >50%	-	-	-		-
<b>Total</b>	<b>54.025.645</b>	<b>357.258.593</b>	<b>303.232.948</b>		<b>60.646.590</b>

The valuation took place from an independent chartered surveyor for the companies Athens Ring Road, and Attica Diodia.

The valuation of the rest of the companies has been conducted by J&P AVAX, based on financial models, approved by the concession companies and the financing banks. The cost of capital discount factor used is 7%.

At 30/06/2009 there is no change neither at Group nor at Company level in the cost of the available for sale financial assets. The Group will review the fair values at 31/12/2009.

#### Table 4: Consolidated Statement of Changes in Equity

Group	Share Capital	Share Premium Account	Revaluation Reserve of other Assets	Statutory and other Reserves	Translation Exchange Differences	Retained Earnings	Revaluation Reserve for Available-for-Sale Financial Assets	Share Capital and Reserve	Minority Interest	Total Equity
Balance of 31.12.2007 as previously reported Other comprehensive income for the year Change of accounting policy for the reclassification of investments as available-for-sale measured at fair values (Table	45.039.813	146.676.671	453.870	13.614.795	(1.007.038)	35.967.565	-	240.745.675	9.022.817	249.768.491
2).					-		7.540.323	7.540.323	271.735	7.812.058
Balance of 31.12.2007 as it has been restated	45.039.813	146.676.671	453.870	13.614.795	(1.007.038)	35.967.565	7.540.323	248.285.999	9.294.552	257.580.549
Balance of 31.3.2008 as previously reported <b>Other comprehensive income for the period</b> Change of accounting policy for the reclassification of investments as available-for-sale measured at fair values (Table	45.039.813	146.676.671	453.870	13.614.795	(931.916)	42.864.380		247.717.613	9.912.322	257.629.935
2).			-		-		7.540.323	7.540.323	271.735	7.812.058
Balance of 31.3.2008 as it has been restated	45.039.813	146.676.671	453.870	13.614.795	(931.916)	42.864.380	7.540.323	255.257.938	10.184.057	265.441.993
Balance of 30.6.2008 as previously reported <b>Other comprehensive income for the period</b> Change of accounting policy for the reclassification of investments as available-for-sale measured at fair values (Table	45.039.813	146.676.671	453.870	15.271.319	(2.550.846)	40.521.089		245.411.916	8.441.469	253.853.385
2).		-		<u> </u>	-		7.540.323	7.540.323	271.735	7.812.058
Balance of 30.6.2008 as it has been restated	45.039.813	146.676.671	453.870	15.271.319	(2.550.846)	40.521.089	7.540.323	252.952.239	8.713.204	261.665.443
Balance of 30.9.2008 as previously reported Other comprehensive income for the period Change of accounting policy for the reclassification of investments as available-for-sale measured at fair values (Table	45.039.813	146.676.671	453.870	15.116.332	(805.576)	42.385.381		248.866.491	9.140.103	258.006.593
2).		-		<u> </u>	-		7.540.323	7.540.323	271.735	7.812.058
Balance of 30.9.2008 as it has been restated	45.039.813	146.676.671	453.870	15.116.332	(805.576)	42.385.381	7.540.323	256.406.814	9.411.838	265.818.649

Company	Share Capital	Share Premium Account	Revaluation Reserve of other Assets	Statutory and other Reserves	Translation Exchange Differences	Retained Earnings	Revaluation Reserve for Available-for-Sale Financial Assets	Share Capital and Reserve	Minority Interest	Total Equity
Balance of 31.12.2007 as previously reported Other comprehensive income for the year	45.039.813	146.676.671	565.681	10.410.519	986.267	16.109.922	-	219.788.873	-	219.788.873
Change of accounting policy for the reclassification of investments as available-for-sale measured at fair values (Table 2).					-		242.586.359	242.586.359		242.586.359
Balance of 31.12.2007 as it has been restated	45.039.813	146.676.671	565.681	10.410.519	986.267	16.109.922	242.586.359	462.375.232	-	462.375.232
Balance of 31.3.2008 as previously reported <b>Other comprehensive income for the period</b> Change of accounting policy for the reclassification of investments as available-for-sale measured at fair values (Table	45.039.813	146.676.671	565.681	10.410.519	670.184	18.126.452		221.489.320		221.489.320
2).					-		244.411.946	244.411.946	-	244.411.946
Balance of 31.3.2008 as it has been restated	45.039.813	146.676.671	565.681	10.410.519	670.184	18.126.452	244.411.946	465.901.266	-	465.901.266
Balance of 30.6.2008 as previously reported	45.039.813	146.676.671	565.681	12.067.044	(985.511)	15.331.395	-	218.695.093	-	218.695.093
Other comprehensive income for the period Change of accounting policy for the reclassification of investments as available-for-sale measured at fair values (Table										
2).					-		246.646.388	246.646.388	-	246.646.388
Balance of 30.6.2008 as it has been restated	45.039.813	146.676.671	565.681	12.067.044	(985.511)	)15.331.395	246.646.388	465.341.481	-	465.341.481
Balance of 30.9.2008 as previously reported <b>Other comprehensive income for the period</b> Change of accounting policy for the reclassification of investments as available-for-sale measured at fair values (Table	45.039.813	146.676.671	565.681	12.051.253	(395.141)	9.829.801		213.768.078	-	213.768.078
2).					-		252.896.166	252.896.166	-	252.896.166
Balance of 30.9.2008 as it has been restated	45.039.813	146.676.671	565.681	12.051.253	(395.141)	9.829.801	252.896.166	466.664.244	-	<b>466.664.244</b> 55

### 8. Trade receivables and other receivables

	GROUP		COMP	ANY
	30/6/2009	31/12/08	30/6/2009	31/12/08
Clients	272.249.989	263.619.666	125.338.528	114.358.458
Receivables from subsidiaries	-	-	52.178.874	31.309.147
Receivables from associates	19.732.262	23.485.438	8.530.143	17.584.308
Receivables from participating interests	526.208	3.995.674	526.208	3.995.674
Other receivables	173.173.510	143.072.145	63.848.343	40.572.880
	465.681.969	434.172.923	250.422.096	207.820.466

The account «Various Debtors» of ATHENA SA includes the following:

a) The amount of  $\in 16,470$  thousand pertains to a claim against the shareholders of TECHNIKI ENOSI SA, which was absorbed by ATHENA SA at an earlier time, and was ordered by decision #21/2005 of the Court of Arbitration on 10.06.2005. Following the issue of that decision, the shareholders of TECHNIKI ENOSI SA appealed to the Athens Court of Appeal against decision #21/2005 on grounds of non-existence, and the appeal was presented to court on 19.01.2006. The Athens Court of Appeal issued decision #2471/2006 which dismissed the appeal submitted by the shareholders of TECHNIKI ENOSI SA and ratified decision #21/2005 of the Court of Arbitration. A new appeal was placed and presented as case #31 on 15.10.2007 to Section A1 of the Supreme Court, where the proposal presented by the judges pointed to dismissing the appeal. A 2nd degree Court of Athens also dismissed with its decision #985/2007 a separate appeal submitted on 15.02.2006 by the shareholders of TECHNIKI ENOSI SA against decision #21/2005 of the Court of Arbitration.

The shareholders of TECHNIKI ENOSI SA filed yet another appeal at the Supreme Court, asking the elimination of that decision, but was dismissed by decision #1334/2008 of the Supreme Court. A third appeal was filed against the arbitration decision. To secure its claim, the Company foreclosed every asset of the shareholders who guaranteed their balance sheet of TECHNIKI ENOSI SA at the time of its absorption by ATHENA SA, up to a value of  $\in 21,900$  thousand.

The Company is in the process of execution of its claim against all property items of the shareholders of TECHNIKI ENOSI SA.

b) The amount of  $\epsilon$ 4,376 thousand pertains to a claim against the shareholders of METTEM SA, which was absorbed by ATHENA SA at an earlier time, as part of their liabilities as guarantors. To secure those claims, a first-degree Court of Athens ruled with decision #7945/10.10.2003 the foreclosure of all mobile assets and property to a maximum value of  $\epsilon$ 8,000 thousand. On 27.02.2008, a suit for financial compensation was debated to a different Court of Athens against those shareholders and the decision was fully in favour of ATHENA SA. The shareholders of METTEM S.A submitted an appeal against that decision, to be presented to court on 14.05.2009 and followed by the issue of a decision which we feel will favour the Company. Decision # 1334/2008 of Section A1 (Civil Claims) of Greece's Supreme Court dismissed the appeal #2471/2006 filed with the Athens Court of Athenasios Protopapas and Mrs Amalia, pursuing the annulment of Arbitration Decree #21/2005. Therefore, the Company will proceed to the execution of Arbitration Decree #21/2005 which set the compensation to be paid to the Company.

On 29.09.2008, the Protopapas family filed appeal #2155 against Arbitration Decree #21/2005, which was presented to the Athens Court of Appeal on 07.04.2009. The decision on that appeal is pending.

In the event of a positive outcome of this litigation case for the Company, management intends to proceed immediately with the impounding of all assets (valuables, property, securities, or in custody of third parties) of the shareholders, whether they have been foreclosed or not. The Company estimates the value of the approved claims may be fully recovered.

c) Provision for impairment amounting to € 8.516.554,81

### 9. Share Capital

	GROU	GROUP		ANY	
	30/06/2009	31/12/08	30/06/2009	31/12/08	
Share Capital	45.039.813	45.039.813	45.039.813	45.039.813	
Share Premium	146.676.671	146.676.671	146.676.671	146.676.671	
	191.716.484	191.716.484	191.716.484	191.716.484	

The share capital of the company is divided in 77.654.850 ordinary shares,  ${\it \in}$  0.58 each

### 10. Loans

	ΟΜΙΛΟ	ΟΜΙΛΟΣ		PIA
	30/06/2009	31/12/08	30/06/2009	31/12/08
Short-term borrowing	316.298.785	305.515.280	225.930.225	216.837.356
Long-term loans	221.042.438	211.544.518	150.000.000	144.025.306
	537.341.223	517.059.798	375.930.225	360.862.662

### 11. Provisions for retirement benefits

	GROUP COMPANY		ANY	
	30/06/2009	31/12/08	30/06/2009	31/12/08
Other provisions	2.925.732	3.219.429	855.614	830.106
Expense recognised in the reporting period	36.562.500	69.403.563	27.175.535	56.449.248
	39.488.232	72.622.992	28.031.149	57.279.354

### 12. Trade and other payables

12. Trade and other payables	GROUP		COMPANY		
	30/06/2009	31/12/08	30/06/2009	31/12/08	
Trade payables	238.560.754	198.331.100	99.044.116	76.821.827	
Advances from clients	127.532.592	101.143.593	19.226.185	10.126.017	
Other current payables	97.181.193	97.144.325	37.021.363	21.936.935	
	463.274.539	396.619.017	155.291.664	108.884.780	

### 13. Memorandum accounts - Contingent liabilities

	GROU	GROUP		PANY
	30/06/2009	31/12/08	30/06/2009	31/12/08
Letters of Guarantee	1.005.742.641	953.635.715	513.454.775	519.223.585
Other memorandum accounts	6.292.537	13.615.913	4.849.238	12.343.700
	1.012.035.178	967.251.628	518.304.013	531.567.285

The Management believes there will be no important consequences from contingent liabilities in the Group financial statements.

### 14. Encumbrances - Concessions of Receivables

- Payables to EMPORIKI BANK, ALPHA BANK, NATIONAL BANK OF GREECE, EUROBANK, PIRAEUS BANK, ATTICA BANK, GENIKI BANK, PANELLINIA BANK and PROTON BANK S.A., based upon the loan facility signed between the banks and ATHENA SA on April 27th 2006 for financing contingent liabilities arising from called guarantee letters, are covered from the following collateralised securities:

a. First claim to a total value of €8,500,000 on the following real estate assets:

A 27,500 sq.m. land plot in the Kalivia vicinity of Attica, including buildings with a 2,726 sq.m. surface, owned indiviso at 30% by ATHENA SA

A 12,532 sq.m plot in the Sousaki area of Ag. Theodoroi in Corinth, including a 1,272 sq.m., along with a small fishing refuge and marina

A 46,467.54 sq.m. land plot in Butako, Thiva

A 2,227 sq.m. land plot in the Klisa Koukie-Patima area of Koropi near Athens

A 1,423.2 sq.m. land plot in the Klisa Koukie-Patima area of Koropi near Athens

A 1,921 sq.m. land plot in the Klisa Koukie-Patima area of Koropi near Athens

A 5,380.93 sg.m. land plot in Prineri near Mytilini on Lesvos Island

A 16,462 sq.m. land plot in the Koumerki area of Thiva, including a 1,272.92 sq.m. building

A 2,560 sq.m. land plot in Afidnes near Athens

A 26,985 sq.m. land plot at the  $6^m$  km of the Athens-Larissa National Highway, including a 625 sq.m. bulding

Office space and warehouse with a surface of 225.7 sq.m. at 46 Anthimos Gazis Street in Larisa

- b. Concession-pledge to banks on dividends from 1,682,676 shares (7,74%) of GEFYRA SA owned by ATHENA SA, already placed as collateral with the European Investment Bank.
- c. Concession-pledge of receivables amounting to around €16,000,000 from the shareholders of TECHNIKI ENOSI SA, as per the Arbitration Order #21/2005 ratified by decision #2471/2006 of the Athens Court of Appeals. A quarter of all receivables will be paid to the ATHENA SA, provided the first tranche of the loan is serviced regularly and no other covenants are breached.

Encumbrances valued at  $\in$ 1,320,545.47 on the property of a subsidiary were outstanding as of 31.12.2008 and 30.06.2009 to secure bank loans.

### 15.Transactions with related parties

### **TRANSACTIONS WITH RELATED PARTIES (amounts in € thousand)**

	ΟΜΙΛΟΣ	ETAIPIA
	1.1-30.06.2009	1.1-30.06.2009
a) Income	769	151
b) Expenses	1.899	3.967
c) Receivables	7.327	45.377
d) Payables	3.801	7.956
e) Key management compensations	1.899	680
f) Receivables from key management	61	-
g) Payables to key management	1.049	-

### 16. Post balance sheet date events

Following shareholder approval at the Extraordinary Shareholders Meeting held on 20.11.2008 for the issue of bonds up to a total of 100 million euros, the Company signed on 06.05.2009 and 22.05.2009 separate agreements for the issue of bond loans, payable in Euribor plus spread, pursuant to Laws 3156/2003 and 2190/1920, as follows:

Group's Company	Signed Contracts	Duration	Purpose	
J&P AVAX SA	100	43,1	3 years	Restructuring of outstanding short-term borrowing

The amount of  ${\,\in\,} 20$  mil has so far been disbursed as part of those bond loans.

### 17. Most important movements in Group Income Statement and Group Balance Sheet

1. The most important movements in the Income Statement for the 01.01.2009 to 30.06.2009 period are as follows:

1a. Consolidated turnover reached €459.7 million versus €432.2 million in the year-earlier period, posting a 6% growth. Construction towards concession projects at Group level (carried out by both J&P-AVAX and its subsidiaries) has started, but at the same time J&P-AVAX's works in the Egnatia Highway are nearing their end and private building projects, also carried out by J&P-AVAX, are registering a sharp decline.

1b. Group gross margin widened 17% on the back of the start of works for concession projects, as well as energy and marine works outside Greece which offer superior returns. This development is reflected on pretax and net earnings.

1c. Administrative expenses grew 6% to  $\in$ 18.2 million versus  $\in$ 17.0 million in the year-earlier period, in contrast with sales expenses which eased 31% to  $\in$ 2.7 million from year-ago  $\in$ 3.9 million due to the reduction in the number of project tenders during 2009.

1d. Financial expenses amounted to €12.1 million versus €10.3 million, up 18% on increased debt levels (see section 2e).

2. The most important changes in the Balance Sheet for 30.06.2009 are as follows:

2a. As a result of the group investment plan for concessions, participations are up 10%. The relevant Balance Sheet item amounted to €166.1 million, versus €151.1 million on 31.12.2008.

2b. Construction contracts amounted to €268.3 million, up 16% from €230.8 million on 31.12.2008, mostly due to delays in billing of public works nearing their completion (eg Egnatia Highway) as well as projects in their early stages.

2c. The broader economic circumstances have led to an increase in billed receivables due to postponement of payments by clients (mostly regarding public and concession projects). The relevant Balance Sheet entry amounts to €465.7 million, up 7% relative to €434.2 million on 31.12.2008.

2d. Inventories grew 14% to €40.1% from €35.6 million on 31.12.2008, mostly due to purchases towards a new project in Poland.

2e. The afore-mentioned Balance Sheet items are financed by means of bank debt, which rose 11% to €410.6 million from €369.6 million on 31.12.2008, as well as by means of an increase in Suppliers and other liabilities. The relevant item grew 17% to €463.3 million from €396.7 million on 31.12.2008.

2f. Other Long-Term Liabilities at consolidated level increased 46% to  $\in$  39.5 million relative to  $\in$  72.6 million on 31.12.2008, mostly due to reclassification of advances from clients and other liabilities to short-term liabilities, because they are payable within a 12-month period from balance sheet date.



Cash flow hedging

Reserves for available for sale investments Income tax included in other comprehensive income

Total other comprehensive income net of tax

(1.544)

(1.544)

3.256

3.256

(1.972) 5.413

(1.353)

2.088

2.084

(1.108) 5.461

# J&P - AVAX S.A.

Number 14303/06/B/86/26 in the register of Societes Anonymes 16 Amarousiou-Halandriou Street, Marousi 151 21, Greece

Figures and Information for the period of 1 January 2009 until 30 June 2009

(According to 4/507/28.4.2009 resulution of Greek Capital Committee) The figures and information illustrated below aim to provide a summary view of the financial position and results of J&P-AVAX S.A. and the GROUP J&P AVAX S.A. Before making any investment decision or any other transaction concerning the company, we advise the reader to visit the company's web site which presents the detailed financial statements according to International Financial Reporting Standards, along with the auditor's report, whenever it is required.

Venetia Triantopoulou - Anastasopoulou - R.N. 12391 BDO PROTYPOS HELLENIC AUDITING Co S.A Web Site www.jp-avax.g Certified Auditor Accountant 27 August 2009 Board of Directors approval date. Auditing Firm: Type of Auditor's Review Report: Unqualified Opinion STATEMENT OF FINANCIAL POSITION CONDENSED STATEMENT OF TOTAL COMPREHENSIVE INCOME COMPANY GROUP COMPANY GROUP 1/1-30/06/2009 1/1-30/06/2008 1/4-30/06/2009 1/4-30/06/2008 1/1-30/06/2009 1/1-30/06/2008 1/4-30/06/2009 1/4-30/06/2008 30/6/2009 31/12/2008 30/6/2009 31/12/2008 ASSETS angible assets 192.259 189.358 93.807 1.143 93.393 1.143 432.157 133.173 23.291 459.732 230.210 232.919 200.051 242.283 119.405 vestment properties 23.070 urnove tangible assets 46.584 46.528 469 458 ost of sales (420.427) (398.489) (209.798) (217.024) (188.455) (227.554) (108.857) (123.847) 13.635 184.645 40.556 13.635 168.397 35.617 ross profit vailable for sale in 394.068 394.068 39,306 33.668 20.412 15.895 11.596 14.730 10.548 9.327 168.294 16.073 167.351 11.102 ther non-current assets 2.815 2.478 1.015 1.835 3.146 697 229 370 ner net operating income/(expense) ventories rade receivables 494.417 (10.739) (6.517) 540.551 272.846 261.102 Iministrative expenses (18.183) (17.137) (10.264) (9.718) (11.800) (6.067) Other current assets 193.432 170.552 125.084 93.462 elling & Marketing expenses (2.700) (3.927) (1.635) (1.945)(2.155) (3.260) (1.291) (1.835) ash and cash equivalents 49.588 1.121.373 68.360 **1.090.441** e/(Losses) from Asso 47.415 16.033 37.272 17.422 32.504 8.778 18.306 10.772 **16.840** 10.786 11.572 6.111 1.880 4.850 9.980 11.774 17.539 OTAL ASSETS 1.362.067 1.288.991 ofit from operations et finance cost (12.100) (10.279) (5.777) (8.104) (6.677) (3.675) (3.121) (4.907) SHAREHOLDERS EQUITY AND LIABILITIES ofit before tax 25.171 22.225 12.529 11.933 3.468 10.862 1.175 8.653 Share Capital Other equity items Equity attributable to owners of the parent\ (a) 191.716 191.716 191.716 191.716 (5.005) (5.186) (1.921) (2.557) (1.563) (716) (165) (524) 51.234 242.950 290.389 482.105 72.024 291.668 483.384 17.039 rofit after tax (a) 20.166 10.608 9.376 1.906 10.146 1.010 8.130 on-controlling interests (b) 13.748 12.041 fotal Equity (c)=(a)+(b) 277.489 254.991 483.384 482.105 ong-term loans 221.042 211.545 100.325 150.000 144.025 rofit attributable to: 8.130 rovisions and other long-term liabilities 19.326 15.547 8.650 1.906 10.146 1.010 68.111 99.529 128.852 uity owners of the parent on-controlling interests 9.837 Short-term borrowings Other short-term liabilities 316.299 305.515 225.930 216.837 1.492 17.039 772 10.608 726 9.376 840 20.166 1.906 10.146 1.010 -8.130 Total liabilities (d) 1.084.578 1.034.000 637.988 608.335 her comprehensive income net of tax (b) 5.461 (1.544)1.880 (1.742) 3.256 2.088 (3.592) (53) TOTAL SHAREHOLDERS EQUITY AND LIABILITIES (c)+(d) 1.362.067 1.288.991 1.121.373 1.090.441 25.627 15.495 12.488 7.634 5.162 12.235 8.076 otal comprehensive income net of tax (a) + (b) (2.582) CONDENSED STATEMENT OF CHANGES IN EQUITY ofit attributable to: 24.787 14.003 11.933 7.031 5.162 12.235 (2.582) 8.076 quity owners of the parent on-controlling interests ounts in € thousand 840 1.492 555 603 GROUP COMPANY 30/6/2009 30/6/2008 30/6/2009 30/6/2008 Equity balance at the beginning of period (01/01/08 and 01/01/09 254.991 257.581 482.105 462.375 let profit per share - basic (in €) 0,2489 0,2002 0,1267 0,1114 0,0245 0,1307 0,0130 0,1047 espectively) otal comprehensive income net of tax 25.627 15.495 5.162 12.235 Other movements (114) (18) 50 ividends paid (3.883) (9.319) (3.883) (9.319) rofit before tax, financial and investment results ddition/(deduction) of non-controlling interests 49 1 24 42.649 24.527 21.327 17 446 22.854 7.957 13.825 868 (2.074) equity balance at the end of period (30/06/09 and 30/06/08 respectively) 277.489 261.665 483.384 465.341 CASH FLOW STATEMENT TRANSACTIONS WITH RELATED PARTIES (amounts in € thousand) GROUP COMPANY 1/1-30/06/2009 1/1-30/06/2008 GROUP COMPANY 1/1-30/06/2009 1/1-30/06/2008 1.1-30.6.2009 1.1-30.6.2009 a) Income b) Expenses c) Receivables Cash Flow from Operating Activities 769 15 3.967 1.899 7.327 rofit before tax 45.377 25.171 22.225 3.468 10.862 d) Payables 3.801 1.899 7.956 680 djustments for: e) Key management compensations f) Receivables from key management 61 epreciation 11.852 10.145 5.874 5.315 1.049 ains on fair value on investment property g) Payables to key management (2.000)kchange differences 2.084 (1.544) 3.256 (1.972) 103 295 21 terest income (1.487) (658) (691) (30) NOTES TO THE ACCOUNTS nterest expense 13.588 (16.033) 10.938 (17.422) 8.795 (10.786) 6.707 (16.111) estment results The accounting policies applied in preparing these Financial Statements are consistent with those applied for the Financial Statements t 31.12.2008. Not tax audited fiscal years for the Company and the companies of the Group are analysed in note C1 of the Annual Financial Report. hange in working capital nange in working capital icrease)/decrease in inventories icrease)/decrease in trade and other receivables (4.971) (35.910) 10.897 (8.795) (4.939) 3.911 (1.562) There are no important provisions for litigation or under arbitration claims. The estimated amount for the fiscal years not audited as of 0.06.2009 is  $\leq$  1.055 thousand for the Group and  $\leq$  350 thousand for the Company. Other provisions that are made as of 30.06.2009 amount  $\leq$  2.926 thousand for the Group and  $\leq$  856 thousand for the Company. (4.939) (69.866) 27.463 (13.588) (64.057) (1.333) (6.707) (153.253) 45.584 ase) in payabl (10.938) erest paid . ome taxes paic . The companies of the Group with its relevant addresses, the percentages that the Group participates in their share capital, as well as the onsolidation method used in the financial statements of the fiscal period of 1/1-30/6/2009, are mentioned analytically in note C1 of the (5.324) (5.296)(1.490) (562) nnual Financial Report. ash Flow from Operating Activities (a) (30.783) (98.287) (30.351) (69.347) The number of employees at Group level is 3.110 persons (instead of 2.259 on 30/6/2008) and at Company's level is 2.234 (instead of .509 on 30/6/2008) . . Joint Ventures for projects completed and in process of dissolution are not consolidated due to minor materiality effect in the Group inancial Statements. The financial results of these Joint Ventures are recorded in the Group financial statements through Equity Cash Flow from Investing Activities: rchase of tangible and intangible assets (17.134) (20.512) (6.383) (9.313) onsolidation method. oceeds from disposal of tangible and intangible assets 2.041 (1.259) 2.232 190 (8.171) Earnings per share are calculated using the weighted average number of shares for the period. The proportional consolidation of Joint Ventures by 100% is effectively the same as full consolidation. (5.388) 12 658 (1.065) cquisition)/ Sale of associates, JVs and other investments equisition of subsidiaries 1.487 691 30 . The Board of Directors approved the above financial statements on August 27, 2009. 0. Minor differences in sums are due to rounding. terest received ividends received 5.260 3.760 3.452 3.230 11. Due to completion of the projects and minor materiality, the Joint Ventures refered to in note C1 of the Financial statements of 2009 are consolidated in the Group financial statements with the Equity method, having been previously consolidated proportionately. 12. Capital expenditure exluding acquisitions for the fiscal period of 1/1-30/6/2009 amounted to : Group  $\in$  17.1 m and Company  $\in$  6.4 m. Cash Flow from Investing Activities (b) (9.606) (19.239) (3.295) (14.034) ash Flow from Financing Activities 13. There are no pledges on the Company's assets, but there are Pledges on the subsidiary company ATHENA SA.
14. In the consolidated financial statements of 30.6.2009, the company Marina Falirou SA, and J&P Avax Polska have been additionally ceeds/ (Payments) from loans 20.281 106.177 15.068 74.928 cluded with the full consolidation method. idends paid (195) (14) (14) (195) 5. Some figures of the previous period have been restated (note 7) in the financial statements (reclassification of the investments ash Flow from Financing Activities (c) 106.163 74.914 20.087 14.873 let increase /(deacrease) in cash and cash equivalents (a)+(b)+(c) ash and cash equivalents at the beginning of the period (11.363) xcept subsidiaries as available for sale investments estimated in fair value). The effect from the above accounting policy change of the (20.302) (18.773) (8.468) riod ended 30/6/2009 is: 147.415 64.380 53.017 17.506 68.36 GROUP COMPANY sh and cash equivalents at the end of the period 127.113 49.588 9.039 Owners of the parent Profit after tax and non-controlling interests After tax total comprehensive income 4.060 16. The after tax other comprehensive income for the Group and the Company are as follows GROUP <u>1/1-30/06/2009</u> <u>1/1-30/06/2008</u> <u>4.484</u> <u>1/1-30/06/2009</u> <u>1/1-30/06/2009</u> <u>1/1-30/06/2009</u>

		Maroussi August 27, 2009		
DEPUTY PRESIDENT & EXECUTIVE DIRECTOR	MANAGING DIRECTOR	GROUP FINANCE & ADMINISTRATIVE MANAGER	CHIEF ACCOUNTANT	
KONSTANTINOS KOUVARAS I.D. No. AE 024787	KONSTANTINOS MITZALIS I.D. No. = 547337	ATHENA ELIADES I.D. No. 241252	GEORGE KANTSAS I.D. No. N 279385	